

DEPARTMENT OF PLANNING
STAFF REPORT

PLANNING COMMISSION PUBLIC HEARING

DATE OF HEARING: October 27, 2010

ZMAP 2008-0018 & SPEX 2010-0008 – Dulles World Center

ELECTION DISTRICT: Dulles

DECISION DEADLINE: October 27, 2010

PROJECT PLANNER: Stephen Gardner DIRECTOR: Julie Pastor

EXECUTIVE SUMMARY

Dulles World Center, LLC of Reston, Virginia has submitted an application to rezone approximately 81.68 acres from the PD-RDP (Planned Development-Research and Development Park) zoning district under the 1972 Zoning Ordinance to the PD-TC (Planned Development-Town Center) and the PD-OP (Planned Development-Office Park) zoning districts under the Revised 1993 Zoning Ordinance in order to permit the development of a mixed-use community of up to 1,495 multi-family units, at an overall density of approximately 18 dwelling units per acre, and up to 3,979,500 square feet of office, commercial, and retail uses, and up to 130,245 square feet of civic uses, for a collective non-residential Floor Area Ratio (FAR) of approximately 1.16. The subject property is located within the AI (Airport Impact) Overlay District, outside of but within one (1) mile of the Ldn 60 aircraft noise contour, the QN (Quarry Notification) Overlay District-Loudoun Note Area, and the Route 28 Taxing District, and is also located partially within the FOD (Floodplain Overlay District).

The applicant has also submitted an application for a special exception to permit an increase in the maximum FAR from 0.60 up to 1.45 in the proposed PD-OP zoning district. This special exception application is subject to the Revised 1993 Zoning Ordinance, and an FAR up to 2.0 maximum is permitted by Special Exception under Section 4-306(C). The applicant is also requesting modifications of the Zoning Ordinance to increase the building height to 200 feet, permit private streets, reduce the percentage of civic uses, eliminate alleys, increase the block perimeter maximum range, and reduce the required setbacks adjacent to Innovation Avenue, Route 28, and other public streets.

The subject property is located on the north side of the Dulles Greenway (Route 267), the east side of Sully Road (Route 28), the west side of the boundary between Loudoun County and the Town of Herndon, and along both sides of Innovation Avenue (Route 209), in the Dulles Election District. The area is governed by the policies of the Revised General Plan (Suburban Policy Area (Sterling Community)), which designates this area for Business uses, with a recommended non-residential Floor Area Ratio (FAR) up to 1.0.

RECOMMENDATION

Staff cannot support the approval of these applications at this time as the proposed intensity and land use mix, inclusive of residential and a disproportionate percentage of commercial retail and services, are not consistent with the Business Community designation. In addition, the application does not fully mitigate its impacts to the regional roadway network or capital facilities. At this time,

Staff recommends the Planning Commission refer this application to Work Session for additional discussion.

SUGGESTED MOTIONS

1. I move that the Planning Commission forward ZMAP 2008-0018 and SPEX 2010-0008, Dulles World Center, to a Planning Commission Work Session for further discussion.

OR,

2. I move that the Planning Commission forward ZMAP 2008-0018 and SPEX 2010-0008, Dulles World Center, to the Board of Supervisors with a recommendation of denial, based on the Findings for Denial included in the October 27, 2010 Staff Report.

OR,

3. I move that the Planning Commission forward ZMAP 2008-0018 and SPEX 2010-0008, Dulles World Center, to the Board of Supervisors with a recommendation of approval, subject to the Proffer Statement dated September 16, 2010, with the following Findings for Approval:

- 1) _____
- 2) _____
- 3) _____

VICINITY MAP



Directions:

From Leesburg, take Leesburg Pike (Route 7) east to Sully Highway (Route 28). Merge onto Route 28 south. Take Route 28 south to Old Ox Road (Route 606). Merge onto Route 606 and travel east toward the Town of Herndon. At the intersection of Old Ox Road and Rock Hill Road, turn right onto Rock Hill Road. Take Rock Hill Road south until the road becomes Innovation Avenue. The subject property will be on both sides of the road.

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I. APPLICATION INFORMATION

APPLICANT

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REPRESENTATIVE

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APPLICANT'S REQUEST

A Zoning Map Amendment to rezone approximately 81.68 acres from PD-RDP (Planned Development – Research and Development Park) to PD-TC (Planned Development – Town Center) and PD-OP (Planned Development – Office Park) to allow a mix of office, retail, hotel and multi-family residential in a town center format. A Special Exception to increase the permitted Floor Area Ratio (FAR) in the PD-OP District from 0.6 to 1.45. This application was accepted on November 21, 2008.

LOCATION

East side of Route 28, north side of the Dulles Toll Road (Route 267), and west of the Fairfax County boundary.

TAX MAP/PARCEL #s

Tax Map /94//14///A2B/	MCPI 035-26-2113
Tax Map /94//14///A2C/	MCPI 035-25-7745
Tax Map /94//14///A2D/	MCPI 035-26-4587
Tax Map /94//14///A2E/	MCPI 035-25-8897
Tax Map /94//14////B/	MCPI 035-17-3774
Tax Map /94//14////C/	MCPI 035-26-7139

ZONING

PD-RDP (Planned Development – Research and Development Park)

ACREAGE OF SITE

81.68 acres

SURROUNDING ZONING / LAND USES

	ZONING	PRESENT LAND USES
North	I1 / R4	Quarry / Vacant
South	NA	Washington Dulles International Airport (No Zoning)
East	C-3 / I-4	Office (Fairfax County)
West	NA	Washington Dulles International Airport (No Zoning)

II. SUMMARY OF DISCUSSION

Topic	Issues Examined and Status
Comprehensive Plan	<ul style="list-style-type: none"> • Demonstrate conformance with the Regional Office policies of the greater Business community designation. Status: Unresolved. The proposed 1.16 non-residential Floor Area Ratio (FAR), 1.5 inclusive of residential, exceeds the 1.0 FAR anticipated by the <u>Revised General Plan</u>. • Amend the application to remove the 1,495 multi-family residential dwelling units. Status: Unresolved. The subject site is located within the Route 28 Taxing District which, by policy, is explicitly prohibited from including a residential component. This site is not located an area of the Tax District where residential uses are anticipated. • Reduce the percentage of land area devoted to commercial retail and service uses consistent with that anticipated for Business community. Demonstrate the proposed commercial retail will be employment supportive of the larger office community Status: Unresolved. The percentage of commercial retail and service uses is roughly double that anticipated by the <u>Revised General Plan</u>. The design also proposes certain land bays (i.e. Land Bays 7 and 8) which will consist entirely of commercial retail uses and include free-standing retail up to 40,000 square feet, suggesting the proposed retail is intended as a destination rather than as complimentary to the adjacent office uses. • Increase the percentage of land area devoted to civic uses. Status: Unresolved. A modification to reduce the required percentage of civic uses is inconsistent with the intent of mixed-used districts. • Revise the Design Guidelines and the Concept Development Plan to specify the location of public / civic spaces as well as public parks / open spaces and provide guidance as to how such uses will be developed. Status: Unresolved. The Proffers specify that five (5) percent of the total land area of the PD-TC district will be devoted to specific civic uses, but no commitments have been provided regarding such uses. The Proffers further specify the inclusion of a central promenade and reference a minimum of 17,000 square feet of open space realized in the form of pocket parks to be located in a minimum of four land bays. However, without additional commitments, no assurances are provided that these spaces will be located where they can serve the residential or employment land bays. Finally, a graphic on page 8 of 27 of the Design Guidelines depicts possible locations but includes illustrations referencing the St. Louis Gateway Arch, Millennium Park in Chicago, and the Capital Building in Washington DC. These illustrations are neither relevant or context appropriate and provide no direction as to how public spaces can realistically be realized on this property. • Provide a minimum contribution to the open space preservation program of \$271,449. Status: Unresolved. No contribution has been provided by the Applicant.

Comprehensive Plan	<ul style="list-style-type: none"> • Revise the Design Guidelines and the Proffer Statement to provide enforceable design standards, particularly regarding the development of a signature gateway to Loudoun County, office buildings in Land Bay A, commercial retail buildings within and adjacent to the Promenade, as well as overall building massing, spacing, and articulation. Status: Unresolved. Though the Design Guidelines define certain design concepts with an accompanying discussion as to why such is important in achieving an urban form, guidance as to how such will be achieved on this site is limited at best and in many instances absent altogether. • Revise Proffer IIA.2. to provide for unmet housing needs applicable to a broad range of income levels. Status: Unresolved. The Proffers would allow both rental and for-sale units to be provided to households with incomes up to one hundred (100) percent of the area median income. Policy supports the inclusion of additional income tiers, including less than thirty (30) percent AMI where the need is the greatest and all rental units should serve households with incomes less than sixty (60) percent AMI. • Eliminate the provision in Proffer IV.A that exempts unmet housing needs units from a capital facilities contribution. Status: Unresolved. A capital facilities contribution of \$35,518,210 is anticipated pursuant to policy whereas a contribution of \$33,308,716 will be provided by the Applicant, a difference of \$2,209,494. The difference between the two is attributable to a provision in the proffers that exempts unmet housing needs units, an exemption that is not supported by Policy.
Zoning	<ul style="list-style-type: none"> • Submit a proffer audit that details whether proffers approved as part of ZMAP 1985-0009, Kavar, have either been fulfilled or reiterated as part of the current application. Status: Unresolved. • Clarify the Proffers to define multi-family as one individual unit over another individual unit. Status: Unresolved. • Revise the "Landbay Tabulations" table on Sheet 7 of the Concept Development Plan as follows: 1) Specify the square footage to be devoted to civic uses; 2) Revise the maximum allowable square footage to include civic uses; 3) Specify maximum square footages in each land bay; and 4) Clarify the ten-percent increase of commercial retail in each land bay. Status: Unresolved. Square footage allocated to civic uses has been omitted with a note stating that the maximum square footage may increase to accommodate such. The lack of a maximum square footage for individual land bays allows the ability to transfer large amounts of density throughout the site, providing no guidance as to the specific allocation of density across the property. Finally, the intent of the provision to allow an increase in commercial should be clarified.
Health Department	<ul style="list-style-type: none"> • No issues noted; recommendation of approval.

Parks	<ul style="list-style-type: none"> Demonstrate how the public recreational needs of future residents will be satisfied. Status: Unresolved. On-site amenities will not fully meet the demands of residents. Because residential uses were not contemplated in this area, public facilities are limited with no plans for future construction. As such, a contribution ear-marked for expansion of public recreational facilities may be appropriate.
Environmental Review	<ul style="list-style-type: none"> Specify within the Proffers and on the Concept Development Plan that development within the River and Stream Corridor's 50-Foot Management Buffer will be limited only to a road crossing to access Land Bay A. Status: Unresolved. Land Bays 6 and 9 encroach into the Management Buffer, and though the Proffers state improvements will be limited to those allowed by the <u>Revised General Plan</u>, no limitation has been provided as to the extent of those improvements. In addition, the Plan does allow for reduction of the Buffer if it otherwise restricts development, which is not the case here. Delineate additional Tree Conservation Areas and Reforestation areas on the south side of the Horsepen Run tributary. Status: Unresolved. TCAs and reforestation is limited to a small area adjacent to the southwest property line. Revise the proffers to accelerate the construction of green roofs earlier in the development or provide for phased construction. Status: Unresolved. The Proffers currently state green roofs will be provided prior to occupancy permits for 3.2 million square feet of development, a threshold which may not be achieved. Revise Proffer IX.A.2. to provide for a sixty-five (65) percent phosphorous removal rate. Status: Unresolved. The Proffers currently provide for a fifty (50) percent removal rate.
Emergency Services	<ul style="list-style-type: none"> Demonstrate that the site access and layout will not compromise the response time of emergency vehicles. Status: Unresolved. Emergency vehicle response times will be over eleven (11) minutes prior to completion of the Route 28 / Innovation Avenue interchange at which time response times of eight (8) minutes are anticipated. The <u>Loudoun County Fire and Rescue System Service Plan</u> recommends eighty (80) percent of all responses to be within ten (10) minutes. In addition, fire / rescue staff has indicated the internal site layout and proposed building heights may further delay response.
Transportation (OTS)	<ul style="list-style-type: none"> Construct the Route 28 / Innovation Avenue interchange prior to the issuance of the first occupancy permit on the property. Status: Unresolved. Proffer VII.B. provides for the construction of the interchange prior to the issuance of an occupancy permit for Phase IB. Phase IB includes up to 1,131,400 square feet of non-residential development. Given the current partial interchange provides ingress / egress to the site from northbound Route 28 only, all other trips will be forced to access the site via the substandard Rock Hill Road adjacent to the Town of Herndon.

<p>Transportation (OTS)</p>	<ul style="list-style-type: none"> • Demonstrate that the current Route 28 / Innovation Avenue interchange design will accommodate the ultimate ten (10) lane condition of Route 28. Status: Unresolved. • Clarify the role in assumed traffic improvements on Route 28 between the Dulles Toll Road and Route 606. Status: Unresolved. • Amend the phasing to provide for the construction of the Shaw Road extension in Phase I. Status: Unresolved. Construction of Shaw Road will redirect traffic from Rock Hill Road and will eliminate the need for an additional turn-lane from Route 606 to Rock Hill Road in the Town of Herndon. • Eliminate the left-turn lane from westbound Route 606 to southbound Rock Hill Road and redirect the funds to improvements at the Shaw Road / Route 606 intersection. Status: Unresolved. The Town of Herndon has repeatedly stated its opposition to the aforementioned improvement. This left-turn lane is not needed provided the phasing of the Shaw Road extension is accelerated. • Construct a third westbound and eastbound lane on Route 606. Status: Unresolved. The Traffic Impact Study assumes this improvement will be provided as early as 2015, though it is currently unfunded. Levels of Service (LOS) along Route 606 are currently failing, a condition which will be exacerbated with this application. It should be noted that with the exception of a left-turn lane at Rock Hill Road, no improvements to the Route 606 corridor are proposed. • Revise the Proffers and the Concept Development Plan to provide for the dedication of right-of-way for a future Davis Drive extension and the right-of-way to accommodate a future bridge over the Dulles Toll Road. Provide for a fair-share contribution towards its construction. Status: Unresolved. The Inter-Jurisdictional Working Group has identified Davis Drive as a possible parallel roadway to Route 28 that could extend from Route 7 to Frying Pan Road. It is also viewed as a possible replacement for Rock Hill Road. This application should include provisions to allow dedication of on-site right-of-way as well as a financial contribution towards its construction. • Amend the Proffers to provide TDMs and internal capture / synergy reductions that total eighteen (18) percent. Status: Unresolved. The commitment to a ten (10) percent reduction currently noted in the Proffers is inconsistent with the Traffic Impact Study's assumption of an eighteen (18) percent reduction. Levels of Service (LOS) noted in the Traffic Study and corresponding mitigation assume an eighteen percent (18) reduction.
<p>Transportation (OTS)</p>	<ul style="list-style-type: none"> • Install traffic signals along Innovation Avenue at intersections of Road A, F, H, Rock Hill Road, and Dulles Green Boulevard when warranted. Status: Unresolved. Proffers VII.A.9., 10., 11., and 12 provide for signalization of all of the afore-mentioned roads except for the intersection of realigned Innovation Avenue / Rock Hill Road / Dulles Green Boulevard, which is located in Fairfax County. Fairfax County has also requested installation of a traffic signal at the intersection of Rock Hill Road and Biltmore Drive.

Policy or Ordinance Sections Subject to Application	
<u>Revised General Plan</u>	
Chapter 5. River and Stream Corridor Resources Policy. Policy 2.	
Chapter 5. Lighting and Night Sky. Policy 1.	
Chapter 6. General Residential Policies. Policy 3.	
Chapter 6. Regional Office Use Policies. Policies 2.	
<u>Countywide Retail Policy Plan Amendment</u>	
Service Area-Based Retail Policies. A. General Policies. Policies 1, 2, and 3.	
Service Area-Based Retail Policies. D. Employment Supportive Retail Centers. Policies 1 and 2.	
Design Guidelines. A. Building Placement and Design. Policies 1, 6, 7, 8, and 9	
Design Guidelines. B. Landscaping and Buffering. Policies 2	
Design Guidelines. B. Signs and Lighting. Policy 2.	
<u>Revised Countywide Transportation Plan (CTP)</u>	
Design Guidelines for Major Roadways. Route 28 – Sully Highway.	
Design Guidelines for Major Roadways. Route 209 – Innovation Avenue.	
Design Guidelines for Major Roadways. Route 605 – Rock Hill Road	
<u>Revised 1993 Zoning Ordinance</u>	
Section 4-300. PD-OP (Planned Development – Office Park)	
Section 4-800. PD-TC (Planned Development – Town Center)	

III. FINDINGS FOR DENIAL

1. The application is not in conformance with the policy guidance of the Revised General Plan in that the overall proposed intensity, 1.5 Floor Area Ratio (FAR) inclusive of residential and non-residential uses, exceeds the 1.0 FAR anticipated for Business community.
2. The application proposes high-density residential uses within an area of the Route 28 Tax District where residential uses are explicitly prohibited by the Revised General Plan.
3. Modifications to the Revised 1993 Zoning Ordinance to reduce required setbacks along realigned Innovation Avenue and Route 28 are intended to increase the permitted density, both Floor Area Ratio and dwelling units per acre, on this site and do not achieve an innovative design, improve upon the existing regulations, or otherwise exceed the public purpose.

4. The application fails to provide design commitments that would provide assurance that the pedestrian oriented, transit oriented design as noted in the accompanying Statement of Justification will be realized.
5. The application fails to fully mitigate its impacts to capital facilities by providing a contribution that accounts for all proposed multi-family residential units, inclusive of unmet housing needs units which, by policy, are subject to the Capital Intensity Factors (CIF) adopted by the Board of Supervisors.
6. The application fails to comply with Level of Service (LOS) policies noted in the Revised Countywide Transportation Plan (2010 CTP) in that failing LOS along Route 606 will be exacerbated with mitigation limited to a single left-turn lane.

IV. **SPEX 2010-0008 CONDITIONS OF APPROVAL – October 6, 2010**

Should this application be considered further, staff recommends the following conditions of approval:

1. **Substantial Conformance** – The development of this Special Exception to permit a maximum Floor Area Ratio (FAR) of 1.45 in the PD-OP (Planned Development – Office Park) zoning district use, shall be in substantial conformance with Sheet 1 of 1 (the “Special Exception Plat”) entitled “SPEX 2010-0008 PLAT; DULLES WORLD CENTER,” dated September 2, 2008, revised through September 16, 2010, prepared by William H. Gordon Associates, Inc. (the “Plans”), and incorporated herein by reference, and the Revised 1993 Loudoun County Zoning Ordinance. Approval of this application shall not relieve the applicant or the owners of the Property from the obligation to comply with and conform to any other Zoning Ordinance, Codified Ordinance, or applicable regulatory requirement.
2. **Civic Uses** – A minimum of one (1) acre of land area within Land Bay A shall be devoted to public and civic uses. Public and civic uses may include one or more of the following: plazas, public art, and/or entrance features. Land area to be devoted to public and civic uses shall be delineated on the site for any use within Land Bay A and shall be open to the public concurrent with the issuance of an occupancy permit for any use within Land Bay A.

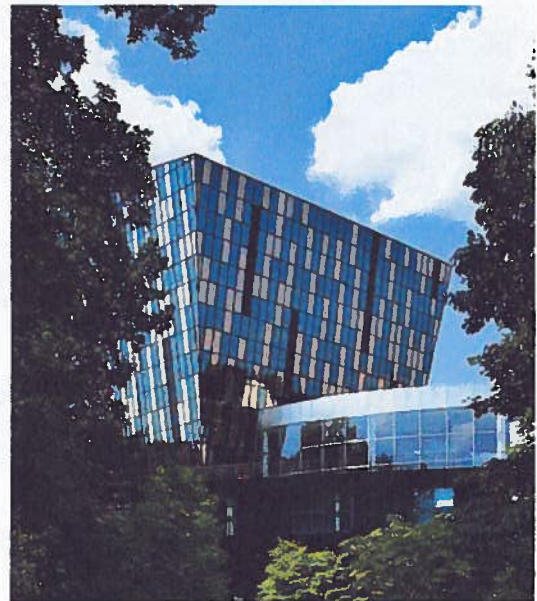
Note: The applicant has agreed to contribute \$.10 per square foot of development to the servicing Fire and Rescue Company. The contribution shall be divided equally for fire and rescue services. The \$.10 per square foot contribution will escalate annually based on the Consumer Price Index (base year of 1988) in accordance with Board policy and contributions shall be made before issuance of zoning permits for phased development of the project.

V. PROJECT REVIEW

A. CONTEXT

On November 21, 2008, the County accepted, on behalf of Dulles World Center, LLC, a request for Zoning Map Amendment (ZMAP) to rezone 81.68 acres from the PD-RDP (Planned Development – Research and Development Park) zoning district to the PD-TC (Planned Development – Town Center) and PD-OP (Planned Development – Office Park) zoning districts. Concurrently, a request for Special Exception (SPEX) has been submitted to permit a Floor Area Ratio (FAR) of 1.45 in the PD-OP zoning district. The site is located immediately adjacent to and north of the Dulles Toll Road (Route 267, east of Sully Highway (Route 28) and west of the Loudoun County / Fairfax County shared boundary.

This site was originally approved by the Board of Supervisors in February 1989 for up to 2,950,000 square feet of hotel / conference center and research and development related office uses at a 1.0 FAR pursuant to ZMAP 1985-0009, Kavar. As approved, the Kavar proffers specify that up to fifty (50) percent of the square footage should be allocated to research and development related activities complimentary to and supportive of the Innovative Technology Authority (“ITA”), commonly referred to as the Center for Innovative Technology (CIT). Aside from the construction of an access road from Route 28 to the CIT, Innovation Avenue, the property has yet to develop and remains largely vacant, covered with heavy vegetation. The application currently under consideration proposes a mix of uses that include 3,979,500 million square feet of non-residential uses, a combination of office, commercial retail, and hotel, and 1,495 multi-family dwelling units in a series of vertically integrated buildings.

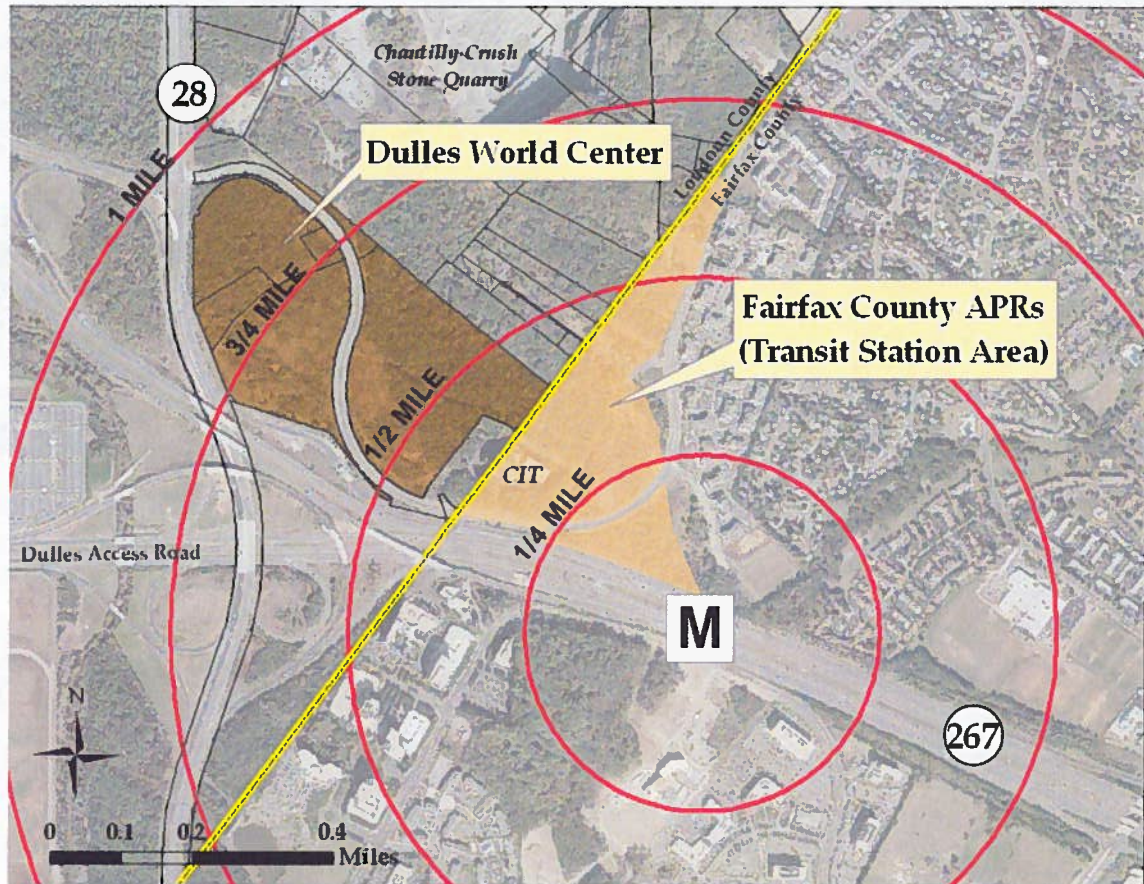


Center for Innovative Technology (CIT)
which adjoins the subject site to the east.

Fairfax County Area Plans Review (APRs)

In July 2010, the Fairfax County Board of Supervisors approved three amendments to the Comprehensive Plan that would reclassify land use designations of acreage proximate to the planned Route 28 Metrorail Station. Identified by Fairfax County as APR 08-III-12UP, APR 08-III-7UP, and APR 08-III-11UP, these proposals represent applicant-initiated amendments to the Plan to introduce mixed-use, Transit Oriented Development (TOD) and include acreage under the ownership of Dulles World Center, LLC. As approved, these amendments would allow FARs ranging from 0.5 to 2.8, dependent upon the provision of rail, and include residential as a required component of the land use mix. The adopted text identifies property within Fairfax County immediately adjacent to Dulles World Center as ‘Ring 2’ (within ¼ - ½ mile), which is planned for mixed

residential and non-residential uses at an intensity up to 1.6 FAR. The following graphic depicts the areas subject to the Fairfax County APRS as well as the planned location of the Route 28 Metrorail Station.



Fairfax County APRs and Dulles World Center with Planned Route 28 Metrorail Station.

Route 28 Keynote Employment Comprehensive Plan Amendment (CPAM)

In February 2009, the Board of Supervisors initiated a Comprehensive Plan Amendment (CPAM 2009-0001), identified as the Route 28 Keynote Employment Policies. The intent of this plan amendment was to consider retaining or changing the Keynote Employment designation noted within the Revised General Plan for properties generally located between Route 7 to the north, Fairfax County to the south, Atlantic Boulevard to the east, and Broad Run to the west. The Dulles World Center property was not included within these boundaries.

The CPAM process included input from various stakeholders within the corridor held at a series of workshops between March and May 2010. The boundaries of the CPAM were amended by the Board of Supervisors at the September 8, 2010 Business Meeting to include the entire Route 28 Taxing District within Loudoun County, inclusive of the Dulles World center property. The draft policies are currently being vetted by the Planning Commission subcommittee with a public hearing before the full Commission anticipated in November 2010.

B. SUMMARY OF OUTSTANDING ISSUES

Outstanding issues include:

LAND USE

1. ***The application fails to comply with the intensity specified by the Regional Office policies of the Business community.*** The application proposes a total non-residential Floor Area Ratio (FAR) of 1.16, 1.5 inclusive of the square footage allocated for the 1,495 residential dwelling units, whereas a 1.0 FAR is anticipated by the Plan. The Applicant has described the current Business community designation as "obsolete" as it applies to the subject property and has justified the request for additional intensity by citing the proximity to the future Route 28 Metrorail station. The Applicant further notes the Route 28 Keynote Employment CPAM proposes a mix of uses and intensity similar to that being proposed. Staff acknowledges the concurrent CPAM, but must limit recommendations to current policy until an alternative is finalized and adopted by the Board of Supervisors.
2. ***The inclusion of 1,495 multi-family units is in direct contradiction to policies that prohibit residential within the Route 28 Tax District.*** Policies limit the development of residential units outside of specified areas as a means to preserve the ability of the Tax District to generate revenue from commercial development that is earmarked for Route 28 roadway improvements. The Applicant states the need for a mixed-use community, inclusive of residential, as essential to attract Class A Office users. The Applicant has further agreed to a residential buy-out of the Tax District to offset any revenue that might otherwise be lost from the conversion. Buy-out of the Tax District aside, the fiscal impacts of large-scale residential development is not limited to a direct loss of tax revenue but has broader implications as capital facilities and services will be needed in an area where such facilities are limited or not planned altogether.
3. ***Commercial retail and service uses are proposed that exceed the ten (10) percent maximum anticipated by the Revised General Plan for a Business Community and are not indicative of the employment supportive uses envisioned by the Countywide Retail Policy Plan Amendment.*** The amount of commercial retail and service uses is more than three times that anticipated by the Plan. The Applicant has stated that the percentage of commercial retail is consistent with that envisioned for Town Centers and the Urban Center, and the retail is necessary to create the vital mix as envisioned. This response is in conflict with assertions in the Statement of Justification that describe this application as Transit Oriented Development (TOD). To the contrary, Land Bays 7 and 8 are devoted exclusively to commercial retail with provisions for free-standing, single-use retail up to 40,000 square feet.

4. ***A modification to reduce the percentage of civic uses is inconsistent with the intent of the PD-TC (Planned Development - Town Center) zoning district and is contrary to the Applicant's request that this application be reviewed pursuant to a mixed-use land use designation.*** A modification of Section 4-808(H) proposes to reduce the land area devoted to civic uses from ten (10) percent to five (5) percent; the land use mix for Business Community requires a five (5) percent minimum. Though the requested modification seems to be in concert with the Plan, the proposed application and the proposed PD-TC zoning district are not. Both the Urban Center and Town Center land use designations require a minimum of ten (10) percent civic uses, and given this application asserts itself as mixed use and requests a PD-TC district, a similar standard is appropriate here. Further, Staff notes that the locations of civic uses have not been identified on the Concept Development Plan and the square footage to be allocated to such has been omitted from the Landbay Tabulations on Sheet 7.

CAPITAL FACILITIES

5. ***The Capital Facilities Contribution is not consistent with Board policy in that exemptions are proposed for unmet housing needs units.*** A capital facilities contribution of \$35,518,210 is anticipated based upon a Capital Intensity Factor (CIF) of \$23,758 per market rate unit ($\$23,758 \times 1,495 = \$35,518,210$). Proffer IV.A provides for a contribution of \$23,758 per unit, excluding units proposed as Affordable Dwelling Units and/or Workforce Dwelling Units (known as unmet housing needs units by the County). Though board policy allows for ADUs to be exempt from a capital facilities contribution, there are no exemptions for unmet housing needs units. ADUs are not anticipated on this property as the proposed multi-family units would be located in high rise buildings, exempt pursuant to Section 7-102(D) of the Revised 1993 Zoning Ordinance. Based upon the proffer as proposed, the Applicant's contribution would equate to \$33,308,716, a difference of \$2,209,494.

UNMET HOUSING NEEDS

6. ***The application fails to include provisions for unmet housing needs that would apply to a broad range of income levels consistent with the Countywide Housing Policies.*** Proffer II.A.2. states that affordable dwelling units (ADUs) will be provided pursuant to the Ordinance or, in such cases where a building is exempt, 6.25 percent of the units in such building will be "workforce dwelling units" for household median incomes up to 100% of the area median income (AMI). This proffer fails to address a range of household incomes, including less than 30% AMI where the needs are the greatest. The maximum household income for all rental unmet housing needs units should be less than 60%. The Applicant has stated alternative commitments are unnecessary as provisions are provided for moderate income families to afford units in a development with price / rental ranges well above the average for the County.

DESIGN

7. ***The Design Guidelines fail to provide meaningful guidance as to the type, scope, and scale of proposed development.*** Though the Design Guidelines describe the importance of certain design standards, they fail to provide details as to how those design standards will be realized on this property. This ambiguity provides little assurance that this property will develop as the signature gateway as described in the Statement of Justification. Given this location is between one-half (1/2) and three-quarters (3/4) miles to the future Metrorail station, a design that encourages movement of pedestrians to and from the station is desirable. In addition, few details have been provided on public spaces, street standards are limited, and specifics regarding building massing and spacing are absent.

ENVIRONMENTAL

8. ***The application fails to comply with the River and Stream Corridor Policies of the Revised General Plan in that the Fifty Foot Management Buffer is not preserved.*** Land Bays 6 and 9 extend into the management buffer and the lack of a specific development area on the Concept Development Plan may allow for construction within such. The Applicant has revised Proffer IX.E to state that encroachments will be pursuant to the Revised General Plan, however, no detail has been provided that would define these encroachments or otherwise limit disturbance within the buffer.
9. ***The application fails to recapture lost vegetation and tree stands consistent with the Green Infrastructure policies of the Revised General Plan.*** Significant tree canopy will be lost to facilitate this application. The Applicant has provided Tree Conservation Areas (TCA) along the northern boundary of the Horsepen Run tributary. However, limited TCA is provided along the southern boundary, and the only identified reforestation area is located in a small area adjacent to the southwest property line. The Applicant notes in their response that Land Bays 6 and 9 may be appropriate for additional reforestation but has failed to commit to such.
10. ***The Stormwater Management proffer should achieve a greater level of quality and quantity commitments consistent with the Surface Water Policies of the Revised General Plan commensurate with a project of the intensity proposed.*** The impervious surface commitment provided by Proffer IX.A.1. is below the minimum threshold noted by the Facilities Standards Manual (FSM) to trigger the most stringent standards regarding water quality. The sixty-six (66) percent impervious surface cover noted in Proffer IX.A.1. requires a fifty (50) percent phosphorous removal efficiency whereas at sixty-seven (67) percent impervious cover, the project would require a sixty-five (65) percent phosphorous removal efficiency.

OPEN SPACE CONTRIBUTION

- 11. *The application fails to provide a contribution to the Open Space Preservation Program consistent with the guidelines as noted in Chapter 11 of the Revised General Plan.*** The Applicant has stated that adequate on-site open space, in excess of ten (10) acres, has been provided, and that it is not "...necessary or appropriate to contribute additionally for the County to acquire open space easements for Dulles World Center residents." The intent of the open space contribution is to offset higher densities to the benefit of all Loudoun County residents and, as such, is both appropriate and expected.

PARKS AND RECREATION

- 12. *Demonstrate how the public recreational needs of future residents will be satisfied.*** On-site amenities will not fully meet the demands of residents, and public facilities in the area are limited with no plans for future construction.

MODIFICATIONS

- 13. *Modifications 3, 5, and 6 do not achieve an innovative design, improve upon the existing regulations, or otherwise exceed the public purpose and cannot be supported.*** The above-reference modifications pertain to an increase in building height, reduction of the required land area devoted to civic space, and reduction of the required setbacks along Innovation Avenue and Route 28.

ZONING

- 14. *A proffer audit should be submitted which compares the current commitments to those included as part of ZMAP 1985-0009, Kavar.*** The Applicant's response letter indicates that a Proffer Audit has been provided, though none has been received. A proffer audit is necessary to identify those proffers included in the Kavar approval that have not been reiterated in this application.
- 15. *The definition of multi-family should be clarified to state one individual unit over another individual unit.*** Proffer II.A.1 defines the 1,495 residential units as multi-family but fails to provide a definition of such.
- 16. *Amend the Landbay Tabulations table to account for civic uses and adjust the maximum non-residential square footage accordingly.*** No square footage has been allotted to civic uses, and Proffer V.B. allows for square footage devoted to civic uses to be in addition to the total proposed development program. This assertion that the total square footage is open-ended, subject to increase, is inappropriate as civic uses are a non-residential use.
- 17. *Provide maximum office square footages and maximum residential units for individual land bays.*** Omission of maximum square footage provides no reasonable expectation regarding the intensity of individual land bays or the allocation of square footage across the property.

- 18. Clarify the intent of Note F which allows commercial square footage to increase by ten (10) percent.**

FIRE AND RESCUE

- 19. Fire and Rescue response times exceed that anticipated by the Department of Fire, Rescue and Emergency Service's Loudoun County Fire and Rescue System Service Plan.** Prior to the construction of the Route 28 / Innovation Avenue interchange, the emergency response times will be approximately eleven (11) minutes. This time will drop to approximately eight (8) minutes once the interchange is in place. The Service Plan recommends eighty (80) percent of all responses to be within ten (10) minutes.

TRANSPORTATION

- 20. Amend the phasing to provide for construction of the Route 28 / Innovation Avenue interchange prior to any development on site.** Current access to the site is limited to Rock Hill Road through Fairfax County and the partially constructed Route 28 / Innovation Avenue interchange, which provides ingress / egress for northbound Route 28 traffic only. Proffer VII.B.2. provides for construction of a full interchange prior to the issuance of an occupancy permit for Phase IB or, effectively, after 1,131,400 square feet of development has been realized. Up-front construction is imperative to provide a second full access and relieve the traffic burden from the substandard Rock Hill Road. In response, the Applicant has noted their obligation to fully fund the interchange is above and beyond that provided by the existing Kowar approval and has requested the development thresholds noted in the Kowar proffers application be retained to offset the additional cost.
- 21. Amend the phasing to provide for the construction of the Shaw Road extension in Phase I.** The Proffers provide for the construction prior to Phase III or after permits have been issued for 2,680,487 square feet of development. Shaw Road is needed to relieve the burden from the substandard Rock Hill Road and will eliminate the need for a left turn lane at the intersection of Route 606 and Rock Hill Road.
- 22. Eliminate the proffer for a left-turn lane from westbound Route 606 to southbound Rock Hill Road and redirect the funds to the intersection of Route 606 and Shaw Road.** Provided the Shaw Road extension is constructed in Phase I, the afore-mentioned intersection improvements will not be necessary.
- 23. Construct a third eastbound and a third westbound lane on Old Ox Road (Route 606) from Route 28 to Rock Hill Road.** Route 606 is currently experiencing failing Levels of Service (LOS) at all intersections east of Route 28, conditions that will be exacerbated as this development proceeds. The only commitment provided by the Proffer Statement to Route 606 is a left turn lane from westbound Route 606 to southbound Rock Hill Road. The Applicant has declined any further improvements stating development from Dulles World

Center will only constitute eight (8) percent of the traffic along Route 606 at ultimate build-out. Though this is true, the Applicant's Traffic Impact Analysis assumes six lanes on Route 606 as early as 2015 and has based LOS and delays accordingly. There is currently no funding for the additional two lanes and none anticipated, absent a commitment from the Applicant that mirrors the parameters used as a basis for the Traffic Study.

- 24. Amend the proffers and Concept Development Plan to provide for the dedication to the County of Road H and the area identified on Exhibit F as right-of-way for the future Dulles Toll Road Overpass. Remove any stipulations noted in the Proffers as prerequisites for this dedication. Provide a fair-share contribution toward the future construction of the Davis Drive extension.** Road H represents the possible alignment of the Davis Drive extension through the subject property. Both the Inter-Jurisdictional Working Group and OTS Staff have identified Davis Drive as a possible parallel connector road to Route 28, connecting Route 7 by means of Atlantic Boulevard over a future Dulles Toll Road Overpass to Frying Pan by means of Sunrise Valley. The Applicant's response acknowledges the importance of Davis Drive as a regional roadway improvement but notes this improvement represents a substantial commitment with little benefit to the Dulles World Center development. The proffers provide for right-of-way reservation but public dedication includes the caveat that the Dulles Toll Road Overpass be funded first. Finally, participation by Dulles World Center in the form of a fair-share contribution is necessary. The Applicant has declined, stating a proffer to construct Shaw Road as an alternative north-south link.
- 25. Construct traffic signals at the intersection of Innovation Avenue, Rock Hill Road, and Dulles Green Boulevard and at the intersection of Rock Hill Road and Biltmore Drive. Amend the proffers to provide for signalization when warranted.** The Traffic Impact Study recommends signalization for both intersections which are off-site and located in Fairfax County. The Applicant has agreed to signalization of four intersections along Innovation Avenue, including one off-site intersection in Fairfax County (i.e. Rock Hill Road and Innovation Avenue). The Proffers specify that construction will link to the first permit in Phase I.B. Given Phase I.B. may allow for construction of any land bay, one or more of these signals may not meet warrants at that time. Language that states signalization will be provided when warranted is preferred.
- 26. Clarify the Applicant's role in assumed improvements to Route 28 between the Dulles Toll Road and Route 606.** The Traffic Study assumes improvements to Route 28 from the Dulles Toll Road to Route 606 as early as 2015. Identification of parties responsible for these improvements remains undetermined.
- 27. Amend the Proffers to commit to total trip reductions consistent with that used in the Traffic Impact Analysis, and include provisions for accountability should those measures fail.** Level of Service (LOS) and

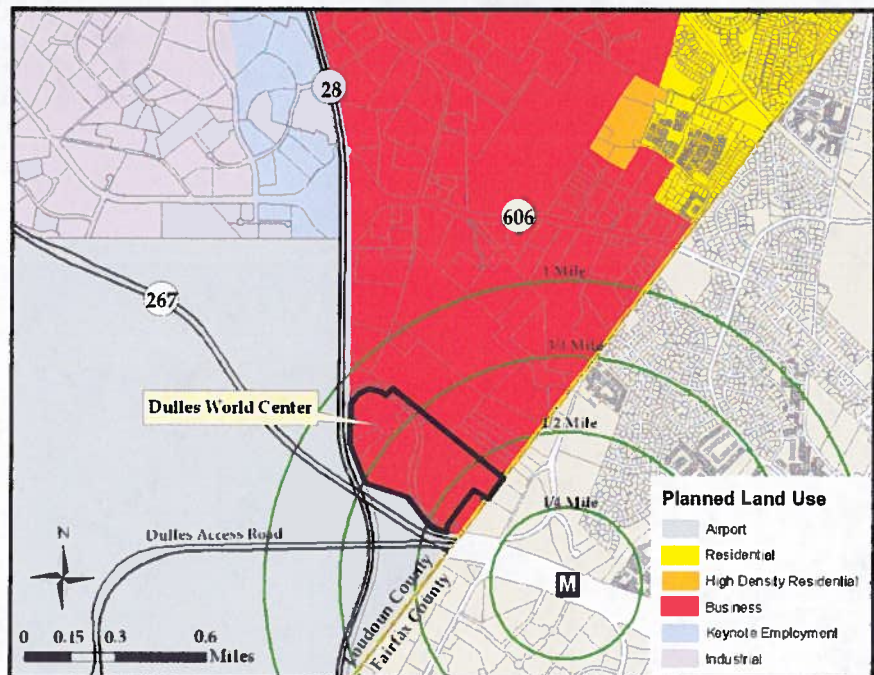
corresponding mitigation measures noted in the Traffic Study assume TDM and internal capture/synergy reductions up to a total of eighteen (18) percent whereas the proffers provide for only a ten (10) percent reduction.

C. OVERALL ANALYSIS

COMPREHENSIVE PLAN

The site is governed under the policies of the Revised General Plan (Plan) and is located in the Sterling Community of the Suburban Policy Area. The Planned Land Use Map (Revised General Plan, p. 7-23) designates the area as suitable for Business uses, and based upon the land use mix proposed, the application is being considered pursuant to the Regional Office policies of the Plan. The policy guidance of the Countywide Retail Policy Plan Amendment (Retail Plan) and the Revised Countywide Transportation Plan (2010 CTP) are also applicable. Finally, the subject property is subject to the Route 28 Keynote Employment Comprehensive Plan Amendment (CPAM 2009-0001), currently being vetted by the Planning Commission.

The subject site is located proximate to the planned Route 28 Metrorail station, proposed in the median of the Dulles Toll Road in Fairfax County. The subject property maintains a distance from the station ranging from less than one-half (1/2) mile along the eastern portions of the property to over three-quarters (3/4) of a mile at the western property line adjacent to Route 28.



Planned Use Land Map

Currently, the Revised General Plan recognizes two transit stops within Loudoun County, one proposed at Route 772 and the second at Route 606. The Plan identifies both of the stations as suitable for Transit Oriented Development (TOD) with the latter envisioned as a Transit Related Employment Center due to its proximity to the Dulles International Airport. Conversely, the Plan does not recognize the Route 28 station nor does it define the area adjacent to such as a TOD.

The application currently under consideration proposes a land use mix and intensity that is inconsistent with the area's Business designation. In the Statement of Justification, the Applicant describes the current Kavar zoning as obsolete, and identifies the need for a mixed-use environment, inclusive of residential, commercial retail, and hotel uses, as integral

to attracting what is described as "premier trophy," "Class A office tenants." The applicant states as justification the proximity of the Route 28 / CIT Metrorail station and describes the intent to provide a preferred environment for "...premier office users with a desire to ensure convenient access to employees who prefer public transit over commuting by single occupancy vehicles."

In its analysis, Staff concurs that the site's location offers an opportunity within Loudoun County both in terms of location and exposure to replan a property that has yet to develop in the twenty plus years following its original approval. Staff further concurs with the Applicant that this site should be "...a signature gateway to Loudoun County" incorporating a design that provides a sense of arrival and inclusive of a development program that highlights the predominance of regional office uses. Many of the issues considered by Staff, including phasing, fiscal impact, minimum intensities of office, design, incorporation of multi-modal transportation options, etc., are intended to provide assurances that this vision will be realized consistent with the Applicant's assertions. In addition, though there is merit to the argument that a mixed-use development program, inclusive of residential, may be appropriate at this location similar to that being considered as part of the concurrent Comprehensive Plan Amendment, staff analysis and ultimate recommendations will be limited to a review of the current Regional Office policies of a greater Business Community.

Conformance with Business Community / Land Use Mix

The Regional Office policies of a larger Business Community anticipate predominantly employment land uses, dominated by large-scale office, at a Floor Area Ratio (FAR) up to 1.0. The land use mix provides for a mix of uses, inclusive of civic and public parks and open space, to ensure goods and services are located proximate to the populations they are intended to serve. Commercial retail and services are anticipated, provided the uses are employment supportive and complimentary of the predominant office, but should be limited to ten (10) percent of the land area or five (5) percent of the gross square footage per the Revised General Plan and the Countywide Retail Policy Plan Amendment, whichever is less. Provisions for residential, typically included as part of the mix, are explicitly prohibited at this location within the Route 28 Tax District. As stated in Chapter 6 of the Revised General Plan, regional office uses "...are to have a mix of housing and public and civic space, as well as a limited amount of retail and light/industrial flex uses with the exception of those areas within the Route 28 Tax District, which are prohibited by policy from having a residential component."

The Dulles World Center application proposes a maximum non-residential Floor Area Ratio (FAR) of 1.16. When considering the square footage to be allocated to residential, the total FAR exceeds 1.5. This FAR is in contrast with and exceeds the 1.0 anticipated for the property by the Business community. In addition, the land use mix proposed is inconsistent with that anticipated, inclusive of residential and a disproportionate percentage of commercial retail and services. The following table illustrates the land use mix proposed versus that anticipated for Business Community. Discussion specific to residential and commercial retail and services will follow subsequently.

Table 1: Business Community Anticipated Land Use Mix versus proposed Dulles World Center

Land Use Category	Recommended percentage per Plan	Proposed percentage of total	Recommended max square footage (at 1.0 FAR) / dwelling units per Plan	Proposed square footage / dwelling units	Difference in square footage / dwelling units
Regional Office	50% - 70%	59%	2,490,587	3,229,500*	+738,913
Light Industrial / Flex	0% - 20%	0%	696,960	0	N/A
Commercial Retail & Services	5% of gross floor area of non-residential uses***	14%	161,475	750,000	+588,525
Residential	0%	25%**	0	1,495	+1,495
Public & Civic	5% - no max	3.7%	4.08 acres	2.99 acres	-1.09 acres
Public Parks & Open Space	10% - no max	12%	8.17 acres	10.2 acres	+2.03 acres

* Assumed PD-OP landbay develops with 950,000 sq ft office and 50,000 sq ft retail.

**Assumed 900 sq ft per residential unit or 1,345,500 total residential floor area.

***Per Retail Plan

High-density residential: The Taxing District was created by the General Assembly as a mechanism to fund roadway improvements to the Route 28 corridor through the imposition of a tax on all non-residential, commercial development. Policies included within the Revised General Plan are designed to preserve the integrity of the District by limiting residential development that may otherwise dilute the tax generating potential. Residential development within the Tax District is limited to the Urban Center, planned high-density residential area, and the following: the Oak Grove area, the Old Sterling planning area, and Eden Tract and Loudoun Village, the approvals and subsequent development of which predated the creation of the district. The subject property is not included in one of these areas, and residential uses in all other areas of the Tax District are explicitly prohibited by the Plan.

Provisions for capital facilities and services are allocated throughout the County to be proximate to areas planned for residential growth. Because residential development was not anticipated within the Route 28 Tax District, access to school, libraries, parks, etc. are limited as these facilities were not needed. Though future residents of Dulles World Center will undoubtedly generate demand for facilities and services that are supportive of a residential population, access constraints associated with the site and the lack of a critical mass make providing on-site facilities by the County impractical as the usage would not justify the capital costs involved.

The fiscal costs associated with including a residential component are not solely limited to the direct loss of commercial tax revenue to the Tax District but include the County's capital costs of providing services to an area that is isolated and not otherwise considered appropriate for such a use. As such, the inclusion of residential is perhaps the most fundamental and over-arching policy deviation of this application.

Commercial Retail and Services: The Revised General Plan allows for ten (10) percent of the land area within a Business community to be devoted to commercial retail and service uses. The Countywide Retail Policy Plan Amendment provides that any retail located in a Regional Office and/or Industrial community must be employment supportive in nature and limited to five (5) percent of the gross floor area. Retail uses should complement the predominant office use and should not be intended as a destination.

The application proposes up to 750,000 square feet of retail uses, an amount that is twice as much as that anticipated by the Plan. Fifty thousand (50,000) square feet of this total will be located in PD-OP Land Bay A, constituting five (5) percent of the gross square footage proposed (1,000,000) and consistent with the definition of employment supportive retail. Another 350,000 square feet of retail is proposed as a full-service hotel to be located within the PD-TC district. Both Community Planning and Economic Development staff have specifically requested a full-service hotel to be located on this site to complement the proposed office uses. However, when deducting the retail proposed in Land Bay A and that allotted to a hotel use, an additional 350,000 square feet of retail will remain to be dispersed throughout the PD-TC district.

Even if the proposed hotel use is excluded from the calculation, the proposed 350,000 square feet of retail exceeds that anticipated by the Plan. Further, Land Bays 7 and 8 will be devoted exclusively to free-standing retail up to 92,000 square feet with provisions for a single user up to 40,000 square feet, placing a sizable retail component in the core of the Town Center. This exclusivity, suggesting a portion of the site is intended to be a destination retail center, is in conflict with the guidance provided by the Retail Plan that retail be employment supportive. As such, the percentage of commercial retail and service uses should be reduced and allowances for free-standing retail in Land Bays 7 and 8 should be eliminated. Should Land Bays 7 and 8 be retained exclusively for retail, design standards should be specified which would ensure the free-standing retail will be integrated into the streetscape.

Economic Development and Phasing

This site is located at the convergence of two of the region's premier business corridors, Sully Highway (Route 28) and the Dulles Toll Road (Route 267), and is proximate to the Dulles International Airport and the planned Route 28 Metrorail station. This location, with access to multiple modes of transportation, offers high visibility and exposure that makes it ideally suited for large-scale Class A office development. Commitments that assure future office buildings will be prominent along Route 28 and the Toll Road as well as a phasing

program that provides for concurrent development of non-residential and residential uses are paramount in ensuring the site will maximize its development potential.

Comments from the Department of Economic Development are intended to maximize the site's Class A office development potential and include a request for minimum square footage commitments in land bays that front directly onto Route 28 and the Dulles Toll Road, minimum height for office buildings, and language that restricts the placement of parking garages adjacent to roadways. In response, the Applicant has committed to a minimum 450,000 square feet of office uses in Land Bay A and a minimum 150,000 square feet of office uses in land bays 9, 10, 11, 12, and 13, effectively, those land bays that front directly onto Route 28 and the Dulles Toll Road. Proffer II.D.1. notes that all office buildings within these same land bays will be constructed to a minimum of six (6) stories to ensure heightened visibility. In addition, Proffer II.D.2. notes that residential building heights will not exceed the heights of office buildings, and Proffer II.E. states that parking structures will not front directly onto the Dulles Toll Road. These commitments, when combined, ensure maximum exposure of office uses along Route 28 and ensure a minimum intensity of office development.

Regarding phasing, the Applicant has provided a phasing program, outlined in Proffer III, that provides for the construction of 1,408,400 square feet of office uses (i.e. Phase I) before a zoning permit can be issued for the first residential dwelling unit. Latter phases (i.e. Phases II and III) of development provide for the concurrent and balanced development of residential and non-residential. Staff considers the issue of phasing resolved and commends the Applicant for providing a phasing program that provides for development of non-residential uses prior to the development of residential. The following table details the phasing program for each respective phase of development.

Table 2: Dulles World Center Proposed Phasing

Phase	Residential	Non-Residential				Cumulative Total
	Dwelling Units	Office	Commercial	Hotel	Total Non-Residential	
Phase I.A.	0	1,024,436	106,964	0	1,131,400	1,131,400
Phase I.B.	0	383,964	0	0	383,964	1,515,364
Phase II.	973	1,034,600	130,523	0	1,165,123	2,680,487
Phase III.	522	836,500*	112,513	350,000	1,299,013	3,979,500
Total	1,495	3,279,500	350,000**	350,000	3,979,500	3,979,500

Site Layout and Design

The submitted application materials provide virtually no guidance as to how this property will ultimately develop. The Concept Development Plan fails to identify maximum densities per Land Bay for residential or office uses that would provide some indication as to how square footage would be allocated across the site. Though the Statement of Justification describes a site design dependent upon rail, only "typical" street cross sections are provided with limited detail and no reference to the Concept Development Plan. The Proffers and Design Guidelines describe a central promenade that will serve as the focal point of the development, but few details have been provided about this or any of the other public

spaces. The location of civic uses, intended to be focal points of the community, has not been provided, and the square footage to be allocated to such uses has been omitted from the density tabulation table.

Though Staff has repeatedly acknowledged details regarding site orientation and density allocation is dependent upon guidance from the Planning Commission and Board of Supervisors regarding the specific policy which should be applied (i.e. Business Community, TOD, or Urban Center), it should, by no means, excuse the out-right elimination of meaningful and administrable design standards. In fact, it is the expectation that this site should develop as a premier gateway to Loudoun County and incorporate design principles that will embrace the proximity of rail in such a way as to maximize the development potential. Absent additional detail, there is no assurance that the mixed-use, transit dependent, pedestrian friendly design as identified by the Statement of Justification as rationale for the added intensity will be realized.

Capital Facilities / Unmet Housing Needs

It is anticipated that this application will provide a capital facilities contribution of \$35,518,210. This value has been calculated using the Capital Intensity Factors (CIF) of \$23,758 per multi-family residential unit as updated by the Board of Supervisors on July 21, 2009 ($\$23,758 \times 1,495 = \$35,518,210$). The Applicant's contribution to capital facilities will equate to \$33,308,716, a difference of \$2,209,494.

The delta between the anticipated contribution pursuant to policy and that to be provided by the Applicant is attributable to a proffer that excludes Affordable Dwelling Units (ADUs) and unmet housing needs. Proffer IV.A. provides for a contribution of \$23,758 per market-rate residential unit but excludes Affordable Dwelling Units (ADUs) and Workforce Dwelling Units, known by the County as unmet housing needs units. Proffer II.A.2. states that ADUs will be provided pursuant Article 7 of the Revised 1993 Zoning Ordinance, and in the event a residential building is exempt per the Ordinance, 6.25 percent of all units in such building shall be provided as unmet housing needs units, up to 100% of the area median income (AMI). It is anticipated that all residential buildings constructed on this property will exceed four (4) stories in height and have an elevator, in which case the building would be exempt from providing ADUs pursuant to Section 7-102(D)(1). As such, only unmet housing needs units will be provided on this property. Residential units intended as ADUs are not subject to a capital facilities contribution per Board policy; this same exemption does not apply to unmet housing needs units up to 100% AMI as these units may be comparable to market-rate units, particularly if provided as rental units.

In addition, it is generally accepted that residential development will result in a net monetary loss for the County based upon the demands placed upon schools, public safety, parks and recreation, libraries, etc. The CIFs were developed by the Board of Supervisors to quantify this loss based upon the estimated impacts of various unit types on the County's public facilities and provide policy guidance for a standardized monetary contribution to offset these impacts. The methodology used to calculate the CIF assumes the costs associated with facilities located in areas where residential is anticipated and planned. In the instance of Dulles World Center, residential units are proposed within an area of the County where

residential units are not anticipated. As such, the CIF may not account for the full impact of the 1,495 dwelling units on the County's capital facilities, given the distance of those units from those facilities. Consequently, even if the Applicant provides a contribution that is consistent with adopted policy, it may not offset the fiscal impacts to the County.

Finally, the "Workforce Dwelling Units" as proposed by the Applicant up to 100% AMI does not address all of unmet housing needs of the County, particularly given the greatest need is for units allocated to incomes less than 30% AMI. Proffer II.A.2 should be revised to include provisions for unmet housing needs units for a broad range income tiers, specifying that the maximum household income for rental units should be less than 60% AMI.

SPEX for 1.45 Floor Area Ratio (FAR) in PD-OP Land Bay A.

This application includes a concurrent request for special exception to increase the permitted Floor Area Ratio in the PD-OP (Planned Development - Office Park) land bay, identified on the Concept Development Plan (CDP) as Land Bay A, to 1.45. Section 4-306(C) of the Revised 1993 Zoning Ordinance permits a maximum FAR of 0.6 by-right but allows an FAR up to 2.0 by special exception. Land Bay A is located at the western portion of the site immediately adjacent to Sully Highway (Route 28) and is detached from the remainder of the property by the Horsepen Run Tributary and its accompanying floodplain. The CDP identifies the use for Land Bay A as office with a minimum square footage of 450,000 and a maximum square footage up to 1,000,000. Fifty thousand (50,000) square feet of office uses may be converted to complimentary retail, provided any proposed retail use is vertically integrated into a larger office building.

Though the proposed office use with an option for a modest amount of employment supportive retail are consistent with the Regional Office policies of the Business Community, the proposed 1.45 FAR is not. Business Community limits the maximum FAR to 1.0. Provisions for FAR averaging are provided through the approved Kwar proffers, allowing for increases above the maximum on a land bay by land bay basis, provided the overall FAR does not exceed 1.0. Given Land Bay A will be the beneficiary of heightened exposure from Route 28, a similar approach could be supported as part of this application. Allowing for the massing of additional density along Route 28 would, however, be counter-intuitive to conventional wisdom which would prefer higher intensities proximate to a rail station. Land Bay A maintains the greatest distance from the planned Route 28 Metrorail Station. Given this distance and the fact that the total residential and non-residential FAR for the entire Dulles World Center property exceeds 1.5, Staff cannot support any special exception above 1.0.

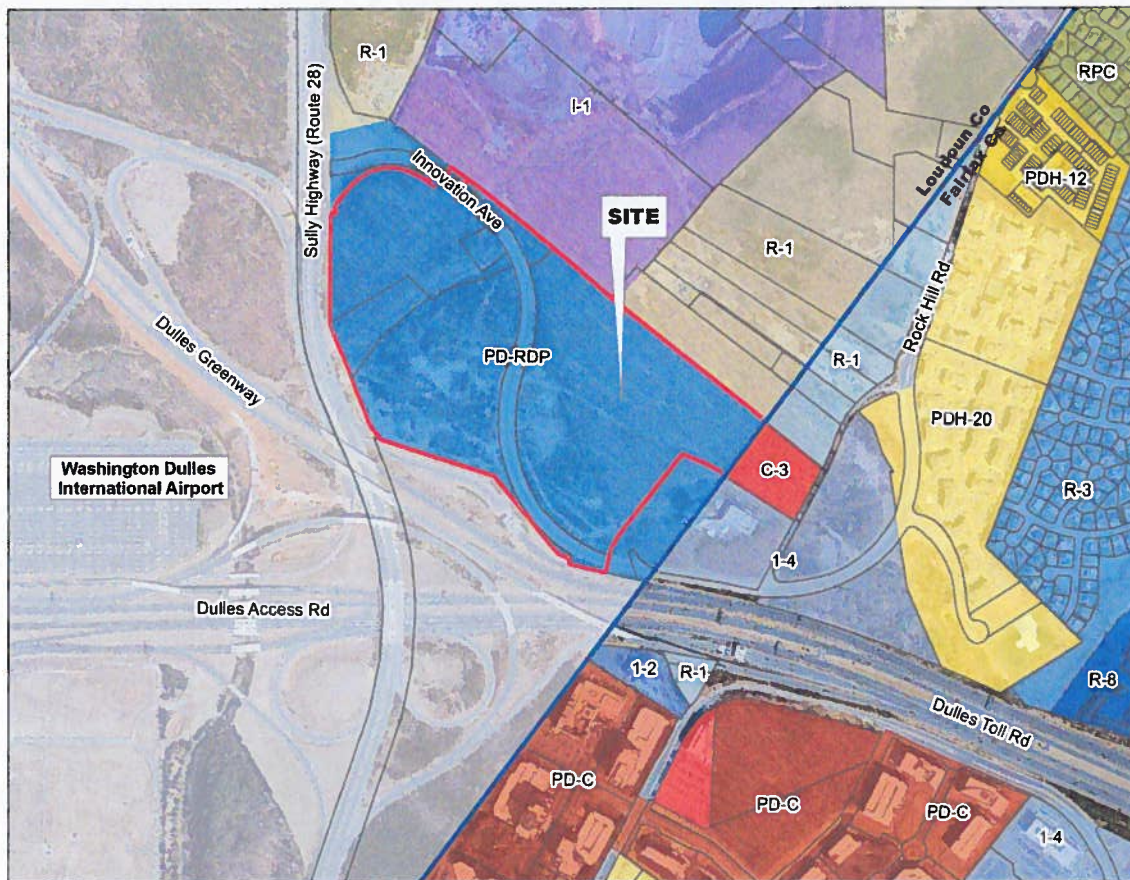
Route 28 Keynote Employment CPAM

The Route 28 Keynote Employment Comprehensive Plan Amendment allows for the introduction of mixed-use development, inclusive of residential, within defined "mixed-use office centers." The draft policies identify three such centers, one of which is suggested in the southern part of the corridor near the Route 28 / Greenway / Toll Road interchange. The Applicant has consistently asserted through its responses to policy related issues raised by Staff that this application be evaluated against the CPAM stating, "...it's more appropriate to measure the zoning application against a proposed planning designation than one that is

obsolete.” Previous analysis as part of the referrals was inappropriate as the boundaries of the CPAM did not include the Dulles World Center property and were defined by the Board of Supervisors as applicable only to areas designated as Keynote Employment. As of September 8, 2010, the CPAM now includes the entire Route 28 Taxing District. At such time as the Planning Commission deems it appropriate, Staff can provide a comparison of this Zoning Map Amendment to the draft policies of the Route 28 CPAM.

ZONING

The property under consideration is an 81.68 acre tract, currently zoned PD-RDP (Planned Development – Research and Development Park) under the 1972 Zoning Ordinance. The proposed application will rezone the acreage to PD-TC (Planned Development – Town Center) and PD-OP (Planned Development – Office Park) under the Revised 1993 Zoning Ordinance. Being processed concurrently, an application for special exception (SPEX) has been submitted to increase the permitted Floor Area Ratio (FAR) in the PD-OP zoning district from 0.6 to 1.45. An FAR up to 2.0 is permitted by Special Exception pursuant to Section 4-306(C). The following illustration depicts the existing zoning of areas proximate to the site.



Route 28 / Dulles Toll Road Existing Zoning

Outstanding issues from Zoning Administration include the following: 1) Provide the square footage proposed for civic uses; 2) Amend the maximum square footage to account for civic uses; 3) Note maximum square footages for individual land bays; 4) Clarify the provision

allowing for a ten (10) percent increase in commercial; 5) Specify that multi-family units are synonymous with one individual unit over another individual unit; and 6) Provide a proffer audit which compares the current proffers with those of ZMAP 1985-0009, Kavar.

Of all of the issues noted above, the most critical is the failure of the Applicant to account for the square footage to be allocated to civic uses in the total development program. The Proffers currently state that square footage for civic uses will be in addition to the total development permitted for the property. Civic uses are a non-residential use and include trip generation that must be accounted for in projected Levels of Service (LOS) and mitigation, and the failure to do so is considered a fundamental flaw in the application.

In addition, omitting the maximum square footage per land bay provides no upward limit to the intensity of development nor does it provide guidance as to how square footage is to be allocated across the property. Early drafts of the Concept Development Plan (CDP) included the allowance for the Applicant to transfer one use to another (i.e. commercial uses could transfer to residential uses and vice versus). Staff could not support this concept as it complicated calculations associated with trip generation, capital facilities, etc., and it provided limited assurance that the core would maintain a density greater than that of the fringe. In response, the maximums were removed from the CDP, and in like manner, the provision for a ten (10) percent increase in commercial square footage was added. Staff has no opposition to allowing a reasonable amount of square footage of the same use to be transferred amongst land bays as it allows flexibility (i.e. commercial/office square footage would be deducted from one land bay with an equivalent amount added to another land bay). As such, maximum square footages should be reinstated, and the intent of a ten (10) percent increase in commercial should be clarified.

EMERGENCY SERVICES

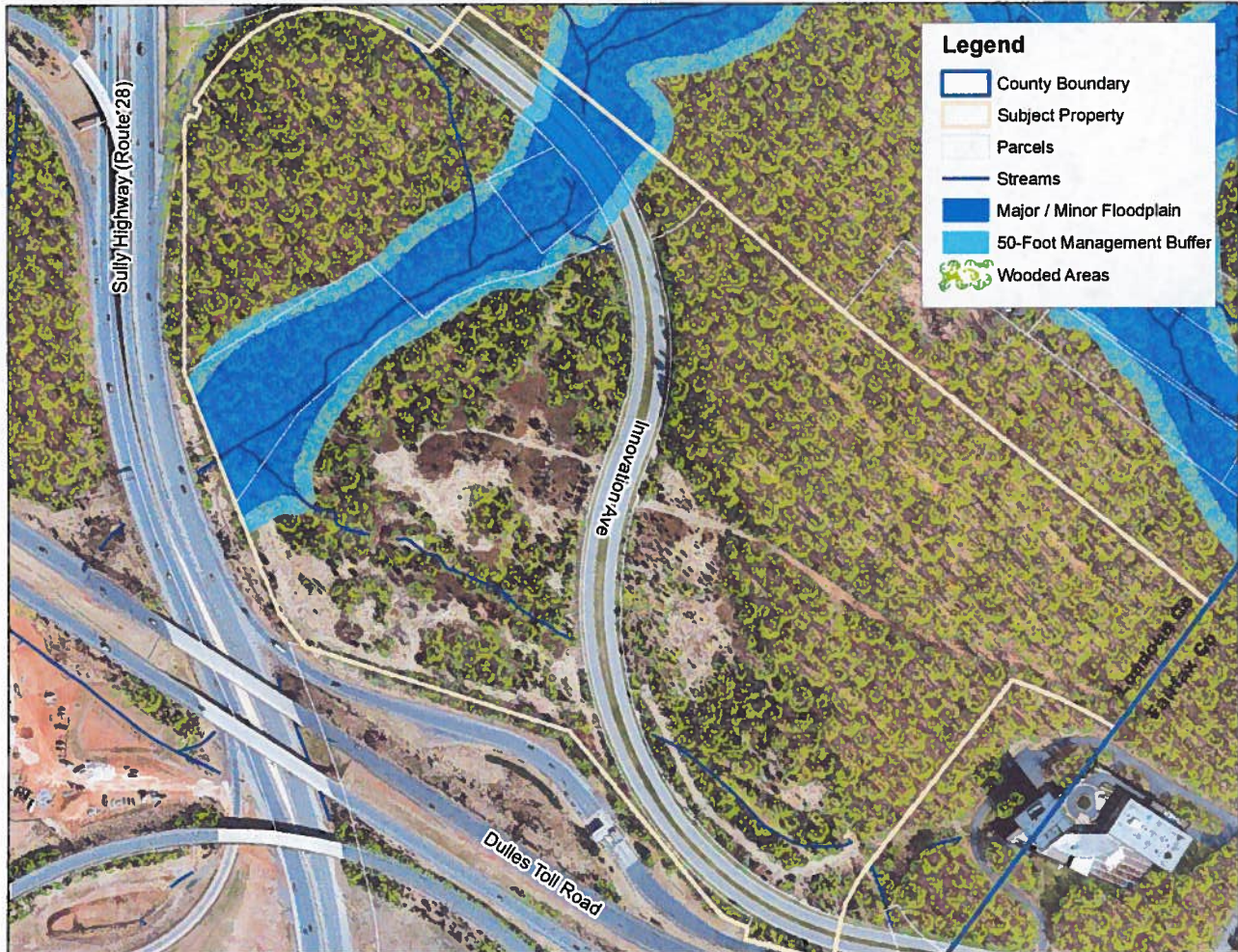
The Sterling Fire Department will provide fire and rescue services to the site. In its referral, the Department of Fire, Rescue and Emergency Services has noted total response times up to eleven (11) minutes in order to accommodate dispatching, turnout, and travel times. This time assumes no direct access to the site from southbound Route 28 through the Innovation Avenue interchange, which will be the case until completion of Phase IA. Pending completion of the interchange, travel times will decrease to eight (8) minutes. In addition, fire and rescue staff has indicated concern regarding building access and internal site circulation which may further delay response times.

County policy anticipates a contribution of \$60.00 for each market rate residential unit and \$.05 per square foot of non-residential development. Proffer X.A. and Proffer X.B. provide contributions of \$120.00 and \$0.20 for residential and non-residential development respectively, both of which are consistent with Board policy.

ENVIRONMENTAL REVIEW

Currently, the site is largely vacant and unimproved, covered with heavy vegetated forest. Two tributaries of Horsepen Run are located on site, one of which includes a major floodplain associated with the Broad Run which runs concurrent with the stream. This floodplain is flanked on either side by jurisdictional wetlands and includes multiple specimen trees.

Moderately steep slopes are also located on-site. The following graphic details existing on-site environmental features.



Existing environmental features located on Dulles World Center property.

The River and Stream Corridor Policies of the Revised General Plan anticipate a fifty-foot (50') management buffer along boundaries of minor and major floodplains which would preclude large-scale construction. The over-arching environmental issue is the preservation of and adherence to this buffer. Though Land Bay A includes extensive tree conservation areas that extend beyond the fifty-foot management buffer on the north side of Horsepen Run, few protections are provided on the south side. Land Bays 6 and 9 encroach into the management buffer and, in certain instances, into the major floodplain. Given the lack of specific development areas noted on the Concept Development Plan, it can only be assumed that development is proposed within these land bays.

Proffer IX.E provides for encroachment in the management buffer pursuant to the policies of the Revised General Plan. The Plan allows for encroachment to accommodate roadway crossings, utilities, stormwater management, etc. as well as the reduction of the buffer if it would otherwise restrict an undeveloped residential parcel. In this instance, any restriction of

development within a land bay, notably Land Bay 6, would be the result of the Applicant's proposed design and street layout. Staff recommends adherence to the fifty foot management buffer and clarification of Proffer IX.E. to prohibit encroachments. In addition, given the substantial loss of forest resources, Staff recommends the delineation of additional Tree Conservation areas on the south side of Horsepen Run with corresponding reforestation in areas where existing vegetation is limited or nonexistent.

Sustainable Development Plan

The Applicant has submitted a "Dulles World Center Sustainable Development Plan" as an effort to provide guidance in how stormwater management objectives will be achieved on this site. Though the intent of this plan is appreciated, it is very general in nature and provides suggested approaches rather than definitive commitments. Staff supports inclusion of the Sustainable Development Plan, provided definitive, over-arching commitments are provided in the proffers.

In this instance, the Applicant has stated that up to sixty-six (66) percent of the property will be impervious surfaces, a concept that, in isolation, would be construed as desirable but one that allows a less stringent standard of fifty (50) percent phosphorous removal. Conversely, should the impervious cover be sixty-seven (67) percent the phosphorous removal standard for stormwater treatment would increase to sixty-five (65) percent. In this regard, the commitment to sixty-six (66) percent impervious surfaces seems intentional. Based upon the intensity proposed, Staff recommends a commitment in the Proffers to the more efficient sixty-five (65) percent phosphorous removal. This would serve as an over-arching commitment and the Sustainable Development would provide options as how such would be accomplished. In addition, given the existence of the Horsepen Run tributary, more stringent commitments to stormwater quantity may also be appropriate.

SCHOOLS

Loudoun County Public Schools has indicated the 1,495 residential dwelling units proposed will generate a total of 389 students (198 elementary students, 86 middle school students, and 105 high school students). The school system has estimated that these students will necessitate a capital cost of \$13,794,046 and annual operating costs of \$4,666,833. It is anticipated by the Schools that these students will attend the Park View High School cluster. The Schools have indicated concerns regarding the capacity as students from the Kincora development along with students from other subsequent residential projects allowed from the approval of the Route 28 Keynote Employment Comprehensive Plan Amendment will also be directed to this cluster. Modification of school attendance boundaries may be necessary to facilitate this application.

TOWN OF HERNDON

The Mayor of the Town of Herndon, on behalf of the Town Council, has submitted comments, most recently dated September 17, 2010 and attached hereto for reference, on the Dulles World Center application directly to the Board of Supervisors. The Town has repeatedly articulated concerns about the intensity and scale of the Dulles World Center application and the impacts of the trip generation on Town streets. Specifically, the Town has noted impacts to the Route 606 corridor both outside of and within the Town boundaries, the inability of

Rock Hill Road to absorb the anticipated volume of traffic proposed, and the proffered commitment to construct a left-turn lane from Route 606 to Rock Hill Road as transportation concerns. The Town advocates the construction of a Davis Drive extension as a replacement north-south link for the existing Rock Hill Road and has requested specific transportation improvements as part of their comments. In addition, the Town has articulated concerns regarding impacts to Herndon recreational facilities and has requested the dedication of additional park land within Loudoun County as well as the financial contribution to the Town of Herndon Community Center.

TRANSPORTATION

The subject property is located at the convergence of the Dulles Greenway / Dulles Toll Road (Route 267), the southern boundary of the site, and Sully Road (Route 28), the western boundary, and is immediately adjacent to the Loudoun County / Fairfax County shared boundary. Innovation Avenue bisects the site and provides access for northbound traffic on Route 28 through a partially constructed interchange; no access to the site to or from southbound Route 28 traffic is currently available. Secondary access to the site is via Innovation Avenue from the east by means of Rock Hill Road through Fairfax County.

The Dulles Toll Road is currently an eight lane, median divided principal arterial from the Fairfax County line to Route 28. The Dulles Access Road, located in the median of the Dulles Toll Road is a four lane median divided principal arterial from the Fairfax County line to its terminus at the Dulles International Airport. West of Route 28, the Dulles Toll Road transitions to the Dulles Greenway, currently a six lane median divided principal arterial with an ultimate condition as an eight lane median divided principal arterial. Ingress / egress to the Dulles Toll Road / Dulles Greenway is via grade-separated interchanges; access to the Dulles Access Road is via the Dulles Toll Road.

Route 28 is currently a six lane median divided principal arterial with an ultimate condition as a ten lane principal arterial. With the exception of Steeplechase Drive and Cedar Green Road, grade-separated interchanges provide all Route 28 access between Route 7 and the Loudoun County / Fairfax County boundary. Innovation Avenue is currently a four-lane median divided urban collector. The road has been included within the Revised Countywide Transportation Plan (2010 CTP) which defines the ultimate condition as a four-lane median divided major collector.

This application will increase the development potential of the site from the current 2,950,000 square feet, development yield of the site pursuant to ZMAP 1985-0009, Kavar, to the proposed 3,979,500 square feet and will introduce 1,495 multi-family dwelling units. A comparison of daily vehicle trips between that generated from the approved by-right development program and that included as part of the proposed development program is summarized in the following table:

Table 3: Dulles World Center Trip Generation

Trip Generation Comparison: Approved Kavar Zoning versus Proposed Dulles World Center Development Proposal				
		Kavar	Dulles World Center	Difference
2015	AM Peak	2,199	2,040	-159
	PM Peak	1,984	2,339	+355
	Daily Trips	17,641	18,147	+506
2020	AM Peak	3,457	3,378	-79
	PM Peak	3,169	3,871	+702
	Daily Trips	27,345	31,652	+4,307
2030	AM Peak	3,457	4,521	+1,064
	PM Peak	3,169	5,229	+2,060
	Daily Trips	27,345	45,991	+18,646

Levels of Service (LOS) and corresponding mitigation measures noted in the Traffic Impact Study assume major improvements to the regional roadway network will be completed by 2015, a date which would effectively represent the completion of Phases 1A and 1B of the development program. These improvements include:

- Construction of the Route 28 / Innovation Avenue interchange;
- Widening of Route 28 to eight lanes between the Dulles Toll Road and Old Ox Road;
- Widening of Old Ox Road to six lanes; and
- Widening of Sterling Road in the Town of Herndon from east of Herndon Parkway to Rock Hill Road.

It should be noted that none of these improvements are currently funded, and as such, it is doubtful the completion date as assumed by the Traffic Study will be realized. Further, the widening of Sterling Road within the Town of Herndon is not identified as an improvement by the Town's Comprehensive Plan or the VDOT Six Year Improvement Program. Absent all of the improvements noted above, the transportation network will fail as noted by the September 30, 2010 referral from the Virginia Department of Transportation:

"Without the above major improvements, the roadway network can't support the background, planned and the proposed level of development. Therefore, if the County decides to approve this development, it is our recommendation that the approval be subject to improvements being in place as assumed in the traffic analysis. An alternative phasing plan that indicates the level of development on site can be accommodated without these improvements should be considered."

In addition, the trip generation numbers noted above for Dulles World Center assume the implementation and success of Transit Demand Management (TDM) strategies as well as internal capture / synergy. TDMs are defined in Section VII.G. of the Proffer Statement and

equate to ten (10) percent of the volume of AM and PM peak hour vehicle trips. The Traffic Analysis assumes reductions of eighteen (18) percent when the two are combined in an ultimate build-out scenario and has projected LOS accordingly. Given the delta between this assumption and the corresponding commitment noted in the Proffers, trip generation will be appreciably higher than that noted. As such, the Proffers should be amended to provide total trip reductions of eighteen (18) percent consistent with the assumption of the Traffic Analysis. Further, implementation and enforcement of TDMs is imperative as mitigation measures assume their success. As such, language should be included within the Proffers that provide accountability by the Applicant should those TDMs not meet expectations.

The impacts on the regional roadway network will not be limited solely to the traffic generated by Dulles World Center. As noted in the Context section of this report, the Fairfax County Board of Supervisors approved three APR (Area Plans Review) applications in July 2010 that resulted in the reclassification of parcels to higher densities and introduced a transit oriented, mixed-use development program immediately adjacent to Loudoun County. These parcels will rely solely on Loudoun County roadways for access and, in many instances, will traverse the Dulles World Center property.

In anticipation of forth-coming development proposals, including Dulles World Center and the Fairfax County APRs, the cumulative impacts of which would result in a higher intensity of development, an Inter-Jurisdictional Working Group was formed and included representatives of Loudoun County, Fairfax County, and the Town of Herndon's planning and transportation divisions. One of the primary objectives of this group was to analyze the impacts of these combined land use initiatives and identify needed enhancements to the regional roadway network. Key outcomes of these discussions included the need to facilitate a bridge crossing of the Dulles Toll Road to the west of the existing Center for Innovative Technology (CIT), the realignment of Innovation Avenue into a more linear orientation, the incorporation of a grid-network of streets proximate to the Route 28 Metro Station, and improvements to or relocation of Rock Hill Road.

It is not the expectation that the Dulles World Center bear the burden of constructing the regional roadway network to its ultimate condition nor should the application fund all of the enhancements identified by the Inter-Jurisdictional Working Group. It is, however, the expectation that regional roadway improvements be provided that would mitigate the impacts of this application on the regional roadway network. In this regard, it is the expectation that improvements assumed by the Applicant's Traffic Analysis be provided. Otherwise, its conclusions regarding future LOS should be considered flawed. Finally, it is imperative that appropriate reservations and/or dedications be made to facilitate roadway links of regional significance and that a site design be incorporated that would not preclude such links.

In response, the Applicant has proffered the following regional roadway improvements to mitigate the impacts of the proposed development program:

1. Construction of a four-lane, realigned Innovation Avenue from Route 28 to Rock Hill Road;
2. Construction of the Route 28 / Innovation Avenue interchange;

3. Construction of a two-lane undivided extension of Shaw Road from its current terminus to realigned Innovation Avenue;
4. Construction of a second left turn lane from westbound 606 onto southbound Rock Hill Road; and
5. Construction of a half-segment of a future two-lane internal roadway, identified as Road B, from the property's eastern boundary to Rock Hill Road.

Staff does not concur with the Applicant that the reconstruction and realigning of Innovation Avenue constitute a regional roadway improvement as it serves as a replacement for the existing route and will, in large part, facilitate the proposed development program. In addition, Road B is a local road and will have little regional benefit. As an alternative, Staff recommends the following improvements: 1) Construct the Route 28 / Innovation Avenue interchange up-front; 2) Construct the Shaw Road connection in Phase I; 3) Eliminate the left turn-lane from Route 606 to Rock Hill Road and redirect the funding to Shaw Road / Route 606 intersection improvements; 4) Construct a third eastbound and a third westbound lane on Route 606 consistent with the assumptions of the Traffic Analysis; 5) Provide for the public dedication of right-of-way to facilitate the Davis Drive extension and the bridge over the Dulles Toll Road; and 5) Provide a fair-share contribution toward the future construction of Davis Drive north of the site to Route 606. These improvements have been identified by OTS Staff as outstanding issues and discussion specific to each follows subsequently.

Construct the Route 28 / Innovation Avenue Interchange prior to the first occupancy permit: The Applicant's Traffic Impact Study estimates that up to eighty (80) percent of the Dulles World Center site traffic will use Route 28 by means of the Innovation Avenue interchange. The existing, partially constructed interchange provides access for northbound traffic only, and the only other access is via the substandard Rock Hill Road through the Town of Herndon. The Applicant has agreed to fund construction at Phase IB which would allow 1,131,400 million square feet of non-residential development or approximately twenty-eight (28) percent of the total. Given the directional distribution overwhelmingly favors Route 28 and the only other option is Rock Hill Road, up-front construction of the interchange is imperative.

Construct the Shaw Road extension from Innovation Avenue to its current terminus in Phase I. Completion of the Shaw Road connection between Route 606 and Innovation will relieve the currently substandard Rock Hill Road by providing an alternative north-south route. Proffer VII.D.2 provides for the construction of a two-lane segment prior to the issuance of an occupancy permit for Phase III or after 2,680,487 square feet of development has been realized. Completion of the Shaw Road extension will eliminate the need for the left-turn turn lane from westbound Route 606 to southbound Rock Hill Road.

Eliminate the left turn lane from westbound Route 606 to southbound Rock Hill Road. The Town of Herndon has repeatedly stated its objection to this improvement as it would direct traffic onto the substandard Rock Hill Road. As such, this improvement should be eliminated as it would not be needed provided the phasing of the Shaw extension is accelerated as describe above. The preference of all

jurisdictions is that Shaw Road serves as the primary north-south route as opposed to Rock Hill Road. As such, Proffer VII.E. should be amended to reallocate funding currently proposed for the left-turn lane to improvements at the intersection of Shaw Road and Route 606.

Construct a third eastbound and a third westbound lane on Old Ox Road (Route 606) between Route 28 and the Town of Herndon boundary: Route 606 is currently experiencing failing Levels of Service at all signalized intersections between the Route 28 interchange and inclusive of the Herndon Parkway. Current delays range from 22.6 seconds, 52.2 seconds, and 141.2 seconds for the intersections of Rock Hill Road, Shaw Road, and Herndon Parkway respectively. When considering the ultimate build-out of Dulles World Center, the LOS decreases appreciably with delays of 172.7 seconds at Rock Hill Road, 144.6 seconds at Shaw Road, and 340.0 seconds at Herndon Parkway. These delays are not inclusive of the additional trips generated by the Fairfax County APRs and do not consider the impacts should a bridge be developed over the Dulles Toll Road.

The Applicant has made the assertion that the Dulles World Center total trip generation will only comprise approximately eight (8) percent of the total traffic along Route 606, a percentage that would not justify the construction of the additional lanes. However and as noted previously, the Traffic Impact Study assumes the construction of a third eastbound / westbound lanes in its analysis beginning in 2015 and has projected LOS accordingly. This improvement has not been funded nor are funds anticipated; the impacts to LOS if these lanes are not provided remains unclear. Regardless of the scope of the impact, LOS policy as defined by the Revised Countywide Transportation Plan (2010 CTP) precludes additional development if it will impact a road with failing conditions. As such, Staff recommends construction of the third eastbound and the third westbound lanes along Route 606.

Reserve right-of-way for a future extension of Davis Drive and provide a fair-share contribution towards its construction: Aside from the Route 28 / Innovation Avenue interchange, the extension of Davis Drive is the most critical link in the region's long term transportation network. Though not currently identified on the Revised Countywide Transportation Plan (2010 CTP), the Inter-Jurisdictional Working Group has identified Davis Drive as a possible alternative parallel roadway to Route 28 that could connect to Atlantic Boulevard to the north, tie into the Dulles Toll Road Bridge at the Dulles World Center property, and continue south to Frying Pan Road in Fairfax County. In this regard, Davis Drive would serve as a continual north-south route from Route 7 to Frying Pan Road. In addition, Davis Drive may serve as a replacement for Rock Hill Road allowing the possibility for the latter to be severed north of the Dulles World Center and converted to local use only. That being said, right-of-way acquisition between the Dulles World Center and Route 606 would be complicated by multiple parcels and property owner, and any route would have to circumvent the quarry to the north.

The Applicant has proposed to construct an extension of Shaw Road as an alternative north-south connection which would be located to the west. Though the technicalities associated with construction of Davis Drive would be more complicated, the regional benefits would outweigh those of a comparable north-south Shaw connection. Consequently, Staff recommends that the Concept Development Plan depict a future right-of-way dedication concurrent with the proposed roadway H that would serve as the extension of Davis Drive through the property. Proffer language should be revised to provide for said dedication as well as a contribution towards construction.

Clarify the Applicant's role in assumed improvements to Route 28 between the Dulles Toll Road and Route 606: The Traffic Study assumes improvements to Route 28 from the Dulles Toll Road to Route 606 as early as 2015. Identification of parties responsible for these improvements remains undetermined.

D. ZONING ORDINANCE MODIFICATIONS

Modification #1: Section 1-205(A). Limitations and Methods for Measurements of Lots, Yards, and Related Terms. Lot Access Requirements.

1-205. Limitations and Methods for Measurements of Lots, Yards and Related Terms.

- (A) *Lot Access Requirements.*** No structure requiring a building permit shall be erected upon any lot which does not have frontage on a Class I, Class II, Class III road, or private access easement as specified in the individual district regulations, except as specifically provided for herein and the Land Subdivision and Development Ordinance (LSDO).

Proposed Modification Request:

The Applicant requests a modification to allow new streets in the development aside from realigned Innovation Avenue to be private.

Applicant Justification:

The Applicant proposes a vertically-integrated, mixed-use development with a pedestrian-friendly grid network of streets throughout the PD-TC district. The provision of private streets will allow the Applicant to create an environment that increases the pedestrian orientation of the community. This enhanced pedestrian orientation with narrower private streets and additional traffic calming will support the development's retail streetscapes and the Town Center Promenade. It will allow buildings facing each other to relate to one another and to encourage pedestrians to cross and utilize both sides of the street.

The adjacent PD-OP district is being marketed as a secure facility, which may result in the entrance road being gated, therefore necessitating the need for private streets within that land bay.

The Applicant agrees to comply with all disclosure and maintenance requirements set forth in the Zoning Ordinance as they apply to private streets. In addition, the Applicant will design and

construct the private streets in accordance with Chapter 4.330 of the Facilities Standards Manual. Furthermore, the Applicant or its established Property Owner's Association will be responsible for maintaining all private streets, which is important to ensure a consistent, high-quality streetscape.

Staff Review:

With the exception of Road H which should include a provision for public dedication and is an integral component of the region's ultimate transportation network, Staff can support this modification. Provided the private streets are designed to not preclude internal circulation or access to the transit station, there is little material difference between public versus private. Private streets may, in fact, allow for implementation of design features and traffic calming appropriate to an urban context that may otherwise not be permitted if the streets were public and maintained by the Virginia Department of Transportation (VDOT). The Facilities Standards Manual provides standards for private streets to which the Applicant must adhere.

Modification #2: Section 4-805(F)(1). Lot Requirements. Other yard requirements. Adjacent to roads.

4-805. Lot Requirements.

(F) Other yard requirements.

- (1) Adjacent to roads. Except where a greater setback is required by Section 5-900, no building shall be permitted closer than thirty five (35) feet to any road and no parking shall be permitted closer than twenty five (25) feet to the right-of-way from any road. No outdoor storage, areas for collection of refuse, or loading space shall be permitted in such setbacks.***

Proposed Modification Request:

The Applicant requests that building and parking setbacks be established at a minimum of 10 feet from streets throughout the Town Center district.

Applicant Justification:

The Applicant's proposed modification will promote uniform setbacks between buildings that will complement the pedestrian-friendly streetscapes and allow the Applicant to achieve an innovative design for the proposed development. All buildings will not be built 10 feet from the street, but rather this modification provides buildings the flexibility to articulate which allows room for programmed entrance plazas, outdoor seating or mid-block crossings, all of which reinforce the pedestrian focus of the development. Furthermore, compact, traditional neighborhood design with a vertically-integrated mix of uses requires smaller yard setbacks than conventional zoning to establish a visually cohesive and appealing development pattern. A consistent, pedestrian-friendly streetscape will encourage employees, residents, and visitors to take advantage of the development's live, work, and play environment. The above provisions in the Zoning Ordinance are Euclidean-style setbacks that are inappropriate in a mixed-use environment such as the PD-TC zoning district. Since Loudoun County enacted the PD-TC

zoning district provisions, multiple developments have demonstrated that residential and non-residential uses can exist in harmony side-by-side in mixed-use environments with reduced setbacks.

Staff Review:

Staff can support this modification. The internal streets of a Town Center are intended to be pedestrian friendly to encourage individuals to walk rather than drive. The importance of creating a pedestrian friendly environment is heightened in this location because of the proximity of the planned Route 28 Metrorail Station, and the ramifications to trip generation are significant should residents opt not to use rail.

Pedestrian mobility is encouraged in a built environment that is compact with a seamless transition between blocks and uses created by a continuous street wall between building facades along a streetscape and, particularly, at intersections. Unnecessary spacing created by large setbacks push buildings away from the street and decreases the pedestrian appeal of an area. Buildings should frame the street, and the setback area becomes the pedestrian zone in which sidewalks, outdoor seating areas, etc. are located. As such, a reduced setback achieves an innovative design and exceeds the public purpose by creating a built environment that facilitates pedestrian mobility both through the property and to the rail station.

Modification #3: Section 4-306(B). Building Requirements. Building Height. Section 4-806 (B). Building Requirements. Building Height.

4-306. Building Requirements.

- (B) Building Height.** *Forty-five (45) feet provided that a building may be erected to a maximum height of (100) feet if it is set back from streets or from lot lines that do not constitute boundaries of districts with lower maximum height restrictions, in addition to each of the required minimum yard dimensions, a distance of not less than one (1) foot for each foot of height that it exceeds the forty-five (45) foot limit.*

4-806. Building Requirements.

- (B) Building Height.** *Sixty (60) feet in the Town Center Core, forty (40) feet maximum in the Town Center Fringe, except that the towers and/or steeples of civic buildings may be erected to a maximum height of 100 feet if the building is set back from public streets or from lot lines that do not constitute boundaries of districts with lower maximum height restrictions, in addition to each of the required minimum yard dimensions, a distance of not less than 2 feet for each 1 foot of height that exceeds the 35-foot limit.*

Proposed Modification Request:

The Applicant requests a modification to increase the maximum height for buildings up to 200 feet in the PD-OP without additional setbacks and to 200-feet in the PD-TC district.

Applicant Justification:

The Applicant's proposed modifications will support its efforts to attract the highest quality Class A office tenants to the development by providing them an opportunity to establish an iconic presence at the gateway to Loudoun County. The Property's location at the intersection of the Dulles Toll Road and Route 28, and proximate to a planned Metrorail station, makes it a premier location for high-end office users, however, such office tenants also require high visibility. For example, the adjacent CIT building is 157 feet high and also is located at a higher elevation than most of the Dulles World Center property.

To be successful, Dulles World Center must offer high-visibility locations with the opportunity to establish unique, signature architectural designs for the development's office buildings, as well as provide space for corporate headquarters to locate. The Applicant's proposed modifications encourage innovative designs for the buildings without creating a substantial impact on residential communities because the Property is adjacent to non-residential and governmental uses, including Dulles Airport, the CIT, a quarry, and vacant land.

The request for taller buildings allows development to build up rather than out, which enables the creation of the Promenade in the center of the development with at least 2 acres of green or civic space, while simultaneously supporting the County's economic development objectives.

Staff Review:

Staff cannot support this modification as currently proposed. Staff concurs with the Applicant that the site's location adjacent to Route 28 and the Dulles Toll Road offers an opportunity within the County to achieve large-scale, Class A office development. In addition, this site's function as a gateway to the County should allow signature architecture that would provide a sense of arrival. In this instance, additional height is warranted and would otherwise exceed the public purpose. Conversely, this rationale, by no means, justifies a uniform increase in height to two hundred (200) feet across the entire property. Land bays along the realigned Innovation Avenue, proposed as residential, are located adjacent to properties currently zoned for industrial uses with a quarry proximate. Two hundred (200) foot tall buildings are not compatible with these uses.

As such, Staff recommends a tiered approach to height. Staff can support the two hundred (200) foot height along Route 28 and the Dulles Toll Road. However, buildings should "step down" in height as the distance from both increases. Specifically, the scope of the height increase should be reduced in Land Bays 1, 2, 3, 4, 5, and 6. Finally, regarding the land bays adjacent to Route 28 and the Dulles Toll Road where additional height is warranted, the Applicant should commitment to features that would provide the signature architecture and gateway as stated as justification. Shear height and mass would not, in themselves, be considered "signature."

Modification #4: Section 4-808(B). Section 4-808 (C). Land Use Arrangement and Use Limitations.

4-808. Land Use Arrangement and Use Limitations.

- (B) The perimeter of a full block should generally range from 1,400 to 1,600 feet measured at the property (right-of-way) line.*
- (C) Each block in the Town Center should be designed to include an alley.*

Proposed Modification Request:

The Applicant requests an increase in the perimeter distance of a full block from 1,600 feet to 2,150 feet for Land Bays 7 and 13 within the town center and requests that all blocks not be required to include alleys.

Applicant Justification:

The Applicant's proposed modification for longer perimeter blocks in two land bays is needed to accommodate the future bridge over the Dulles Toll Road that is envisioned to touch down and connect with Road H, adjacent to Land Bay 13, and to allow the Town Center Promenade with its 40,000-square-foot Town Green and associated pedestrian streetscape in Land Bay 7. The longer block along the Town Green would create consistency for the pedestrian as the retail and storefront experience would be uninterrupted by alleys or streets.

Further, the proposed modifications improve upon the existing Zoning Ordinance provisions by accommodating structured parking screened within the interior of the blocks by retail and office buildings. The proposed modification of the alley requirement for each block is appropriate because the interior parking garages will provide access to the interior of the land bays and will effectively serve as alleys. Despite the removal of alleys, a proffer has been added that requires mid-block breaks at least every 500 linear feet to allow such things as entrance features, pedestrian pathways, plazas, and pocket parks.

Staff Review:

Staff can support this modification. Staff commends the Applicant's effort to facilitate the rectilinear grid street network by working diligently in concert with the Center for Innovative Technology (CIT) to realign Innovation Avenue. Staff further commends the Applicant for facilitating the bridge over the Dulles Toll Road. Staff notes that the increase in the maximum block perimeter is limited to Land Bays 7 and 13, the increase of which does not diminish the utility of the grid.

Finally, Staff acknowledges that the majority of parking will be structured at full build-out and will form the base of many of the proposed building pads. Breaking a garage into two structures to facilitate a mid-block alley is neither efficient nor desired. In like manner, placing alleys perpendicular to a pedestrian thoroughfare creates unnecessary breaks in the streetscape. In this instance, both modifications achieve an innovative design.

Modification #5: Section 4-808(H). Land Use Arrangement and Use Limitations.

4-808. Land Use Arrangement and Use Limitations.

- (H) *At least (10%) of all land within the Town Center shall be for civic uses, such as government offices, public meeting halls, libraries, art galleries or museums, post offices, churches, and like uses which generate pedestrian activity and act as visual focal points.*

Proposed Modification Request:

The Applicant requests a modification to reduce the percentage of required civic uses from ten percent (10%) to five percent (5%) for the Town Center.

Applicant Justification:

One of the defining characteristics of Dulles World Center will be its very active, public environment. It is being designed around a Town Green and Promenade in Land Bay 7 that will provide a gathering place for cultural and civic events for the community and will successfully weave together the residential, retail, office, and other components of the Town Center.

The Town Green and Promenade will create an enduring, successful public realm incorporating streetscapes, plazas, walkways, open space, and civic uses, and is reflected in the plan as a key element, particularly within the Town Center Core.

Although much of the physical space, including portions of the Town Green and Promenade, will significantly contribute to the civic spirit of the environment of Dulles World Center, it is not included in the calculation to meet the Applicant's five percent (5%) civic use objective. In addition and by way of example, apart from the elements noted above, Dulles World Center has committed in the proffers to provide a minimum of 7,500 square feet of community and amenity space dedicated to the residential component of the community, space that is not counted toward the calculation of civic uses on the Property.

Furthermore, Dulles World Center will exceed the ordinance requirement for open space, and has committed to provide significant sustainable design features such as green roofs and bio-retention areas that will not only function as effective storm water management systems but will also provide inviting spaces for residents, workers, and visitors to enjoy, thereby contributing to the enhancement of the civic environment. The Applicant's proposed modification of required civic uses from ten percent (10%) to five percent (5%) in no way reduces the active, civic component of the plan, but rather acknowledges that the intent of the ten percent (10%) requirement for civic uses is satisfied by other means.

Staff Review:

Staff cannot support this modification. Civic uses are an integral component of a mixed-use community as they serve as focal points and areas where people can gather. Civic uses are anticipated in all land use designations (i.e. Transit Oriented Development, Urban Center, Town Center, etc.) noted by the Revised General Plan as appropriate for a mixed-use

approach. The PD-TC (Planned Development - Town Center) zoning district, intended to administer areas of the County designated by the Plan for mixed-use development, reiterates this requirement by designating a minimum of ten (10) percent of the land area to such. Though this application is considered under the Regional Office policies of the Business Community, it is being justified by the Applicant as Transit Oriented Development. A mix of uses, inclusive of high-density residential, and intensity of development are proposed accordingly. As such, the five (5) percent anticipated by the Regional Office policies for public and civic uses is not appropriate in this instance as the mix of uses proposed is more indicative of transit oriented development or an urban center.

In addition, the Applicant's justification identifies the promenade, the Town Green, plazas, streetscapes, green roofs, and bio-retention areas as meeting the intent of civic space. These areas are defined by the Plan as public parks and open space. Public parks and open space and public and civic uses are not one in the same; a mixed-use community has both. Publicly accessible green roofs and bio-retention areas are, in many instances, required to meet stormwater management standards of the Facility Standards Manual (FSM). Nonetheless, the Plan does allow such facilities to be counted toward open space.

Modification #6: Section 5-900(A)(5)(a). Access and Setbacks from Specific Roads and the W&OD Trail. Building and Parking Setbacks from Roads. Route 28. Section 5-900(A)(10)(a). Building and Parking Setbacks from Roads. Other Major Collector Roads.

5-900. Access and Setbacks from Specific Roads and the W&OD Trail. Building and Parking Setbacks from Roads.

(A) Building and Parking Setbacks from Roads.

(5) Route 28

(a) Building: 100 feet.

5-900. Access and Setbacks from Specific Roads and the W&OD Trail. Building and Parking Setbacks from Roads.

(A) Building and Parking Setbacks from Roads.

(10) Other Major Collector Roads.

(a) Building: 75 feet.

Proposed Modification Request:

The applicant requests a reduction of the building setback requirements from Innovation Avenue to thirty five (35) feet and from Route 28 to seventy-five (75) feet to be consistent with the respective required parking setbacks from each road.

Applicant Justification

The Applicant's proposed modification for a reduced setback from Innovation Avenue will improve upon the existing regulations by promoting uniform setbacks, which will complement the pedestrian-friendly streetscape of the proposed development. As noted above, compact, traditional neighborhood design with a vertically-integrated mix of uses requires smaller yard setbacks than conventional zoning in order to establish a visually cohesive and appealing development pattern. Also, reduced building setbacks will enhance the traffic-calming aspects of the proposed development as they will serve to slow or calm traffic. A consistent, pedestrian-friendly streetscape along all of the development's roads will encourage employees, residents, and visitors to take advantage of the Dulles World Center's live, work, and play environment.

The reduced setback along Route 28 allows the Property to meet the County's Economic Development goal of establishing a signature office development at Loudoun's eastern gateway. Buildings closer to Route 28 will provide users the visibility they desire, thereby aiding Loudoun in its bid to attract corporate headquarters and premier office tenants. Similarly designed town centers have become successful economic drivers for the jurisdictions in which they're located, attracting Class-A office tenants and high-end retailers. The requested height throughout the Property will not detract from the Town Center Core, which will be the center of the development with its pedestrian-activated streets, storefronts, civic space and town green.

Staff Review:

Staff cannot support this modification. As opposed to internal streets that are intended for local use, Route 28 is a principal arterial and Innovation Avenue is an urban collector, both of which are intended to carry large volumes of vehicular traffic. The Applicant has stated that reduced setbacks are necessary along Innovation Avenue to facilitate a pedestrian friendly streetscape. This assertion that a four-lane highway intended to carry upwards of sixty thousand (60,000) trips per day would be pedestrian friendly is flawed. On the contrary, given the volume of traffic anticipated, setbacks per the Ordinance standard are imperative for health, safety and welfare, particularly since the predominant land use along Innovation will be residential.

The Applicant has further stated that a reduced setback along Route 28 is necessary to provide visibility and maximize the building's exposure. In like manner, the assertion that twenty-five (25) feet is the break-point as to whether a two hundred (200) foot tall building will be visible from the road or not is also flawed. It appears that the only plausible explanation for either setback reduction is an attempt by the Applicant to maximize the yield of the property by increasing the buildable area. If this is the case, section 6-1504 of the Revised 1993 Zoning Ordinance states, "No modifications shall be permitted which affect uses, density, or floor area ratio..." nor shall a modification be "...granted for the primary purpose of achieving the maximum density on the site." Finally, state notes that no enhancement to required landscaping applicable to either reduction has been proposed.

E. ZMAP – ZONING ORDINANCE CRITERIA FOR APPROVAL

Section 6-1211(E) of the Revised 1993 Zoning Ordinance states, "...if the application is for reclassification of property to a different zoning district classification on the Zoning Map, the Planning Commission shall give a reasonable consideration to the following matters..."

(1) Whether the proposed zoning district classification is consistent with the Comprehensive Plan.

The application proposes to rezone the property to the PD-TC (Planned Development - Town Center) and the PD-OP (Planned Development - Office Park) zoning districts to permit a mix of uses including residential, office, commercial, and hotel at a total Floor Area Ratio (FAR) of 1.16, 1.50 inclusive of the residential. A special exception proposes a 1.45 FAR in the PD-OP portion of the property. The subject property is located in an area of the County designated as suitable for Business uses by the Revised General Plan and is further located within the Route 28 Tax District. Based upon the Regional Office policies of the Plan, large-scale office is anticipated at a FAR of 1.0. Residential uses are explicitly prohibited in the Tax District. Considered collectively, the proposed land use mix and intensity is not consistent with the Comprehensive Plan. The identified office uses proposed within the PD-OP district are consistent with the Plan, albeit at an intensity that is not. The PD-TC zoning district, intended to support a mix of uses, is not consistent as the proposed 1,495 multi-family dwelling units are in direct conflict with the prohibition of residential within the Tax District. In addition, the PD-TC district proposes a disproportionate percentage of commercial retail and service uses compared to that anticipated.

(2) Whether there are any changed or changing conditions in the area affected that make the proposed rezoning appropriate.

As it pertains to Loudoun County, the area in the northeast quadrant of Route 28 and the Dulles Toll Road (Route 267) has remained static in recent years with few changing conditions. Conversely, the area east of the site in Fairfax County, proximate to the planned Route 28 Metrorail station, is dynamic, the subject of an extensive replanning process by the Fairfax County Board of Supervisors culminating in the approval of a land use designation that supports mixed-use, transit oriented development at higher intensities. This action combined with the imminent arrival of Metrorail to the site will result in changing conditions though few have been realized to this point.

(3) Whether the range of uses in the proposed zoning district classification are compatible with the uses permitted on other property in the immediate vicinity.

With the notable exception of the Center for Innovative Technology (CIT) immediately adjacent to the east, parcels adjoining the subject site are largely vacant. Other proximate note-worthy land uses include the Dulles International Airport to the east and southeast and a quarry to the north. Existing zoning in the area include both I1 and R4 zoned properties. The proposed regional office uses would be compatible and complimentary to the CIT and the airport. Conversely, the residential uses and extensive commercial uses are not compatible with either the airport, the quarry, or the industrial nature of properties in the immediate vicinity.

(4) Whether adequate utility, sewer, and water, transportation, school and other facilities exist or can be provided to serve the uses that would be permitted on the property if it were rezoned.

All properties will be served by central utilities, including water and sewer. Loudoun Water has identified concerns regarding the availability of water to the site and the need to amend long-standing agreements with the District of Columbia Water and Sewer Authority (DCWASA) in order to provide service. Capital facilities, including school, parks, libraries, etc., are not proximate to the site and are not planned as the area was anticipated to include residential uses. In addition, neither the existing or planned roadway network can accommodate the intensity of development proposed without the construction of roadways not currently provided for in the Revised Countywide Transportation Plan (2010 CTP).

(5) The effect of the proposed rezoning on the county's ground water supply.

Development on the property is contingent upon the Applicant providing public water and sanitary sewer. As such, no ground water impacts are anticipated from water or sewage disposal.

(6) The effect of uses allowed by the proposed rezoning on the structural capacity of the soils.

Mitigation of any impacts to the structural capacity of the soils will be mitigated by appropriate engineering methods consistent with the Facilities Standards Manual (FSM). Further evaluation of such measures will be completed at the time of administrative site plan review for each respective building and/or zoning permit request.

(7) The impact that the uses that would be permitted if the property were rezoned will have upon the volume of vehicular and pedestrian traffic and traffic safety in the vicinity and whether the proposed rezoning uses sufficient measures to mitigate the impact of through construction traffic on existing neighborhoods and school areas.

This application will result in a substantial increase in the number of vehicular trips over current approval, and the impacts to Levels of Service (LOS) will be egregious. Impacts will be the most pronounced along the Route 606 corridor where existing failing LOS will be exacerbated and along Rock Hill Road which will serve as the only full access to the site until Phase IB (i.e. 1,131,400 square feet of development). Proposed mitigation measures include the construction of the Route 28 / Innovation Avenue interchange and the construction of Shaw Road north to Route 606. Aside from a left-turn lane to Rock Hill Road, no mitigation is proposed along Route 606.

(8) Whether a reasonably viable economic use of the subject property exists under the current zoning.

Yes. A viable economic use does exist for the property under the current PD-RDP (Planned Development – Research and Development Park) zoning district, the approval of which will allow for up to 2,950,000 square feet of office, research and development, and hotel uses. Notwithstanding, the application does provide for the realignment of Innovation Avenue in such a

way as to facilitate a grid-street network and introduces minimum intensity standards for the development of office uses.

(9) The effect of the proposed rezoning on environmentally sensitive land or natural features, wildlife habitat, vegetation, water quality and air quality.

This application proposes the removal of virtually all existing vegetation outside of the floodplain. In addition, the application does not guarantee the preservation of the Fifty-Foot Management Buffer associated with the on-site Horsepen Run tributary. In addition, sufficient commitments to stormwater management have not been provided. As such, impacts to environmentally sensitive land, natural features, wildlife habitat, vegetation, and water quality will be realized.

(10) Whether the proposed rezoning encourages economic development activities in areas designated by the Comprehensive Plan and provides desirable employment and enlarges the tax base.

The application proposes a predominantly employment community consisting of large-scale office as the predominant land use proximate to the Dulles International Airport and the planned Route 28 Metrorail station. Commitments provided as part of this application, including phasing, minimum numbers of stories, and minimum land use intensities, ensure this site will maximize its office potential such that economic development activities will be encouraged and the tax base will be enlarged.

(11) Whether the proposed rezoning considers the needs of agriculture, industry, and business in future growth.

As the area is designated Business Community, the needs of agriculture are not applicable. Conversely, the application proposes office as the predominant land use, consistent with the Regional Office policies of the Revised General Plan.

(12) Whether the proposed rezoning considers the current and future requirements of the community as to land for various purposes as determined by population and economic studies.

The application proposes a mixed-use community to include office, commercial retail, and residential adjacent to the planned Route 28 MetroRail Station. Conversely, because residential units were not anticipated in this area, provisions for capital facilities are limited.

(13) Whether the proposed rezoning encourages the conservation of properties and their values and the encouragement of the most appropriate use of land throughout the County.

The proposal for office and commercial uses, consistent with the area's Business designation, will encourage and enhance property values. Conversely, residential uses are proposed proximate to an existing quarry, the Dulles International Airport, and other properties zoned for industrial uses. This inconsistency in the land use pattern is not appropriate, nor is it consistent with the intent of the Route 28 Taxing District to remain a predominantly employment and commercial corridor.

(14) Whether the proposed rezoning considers trends of growth or changes, employment, and economic factors, the need for housing, probable future economic and population growth of the County and the capacity of existing and/or planned public facilities and infrastructure.

As previously noted, the application proposes a predominance of office and commercial uses that will enhance employment opportunities in the County. Conversely, the application proposes residential uses in an area where none are anticipated. As such, capital facilities (i.e. schools, libraries, parks, etc.) are currently limited with few future facilities planned. The application proposes what will be the equivalent of unmet housing needs units up to one hundred (100) percent area median income (AMI). This specificity does not provide for the housing needs of residents from a broad range of income levels. Finally, existing transportation infrastructure is constrained and cannot absorb the development intensities proposed.

(15) The effect of the proposed rezoning to provide moderate housing by enhancing opportunities for all qualified residents of Loudoun County.

The application proposes 6.25 percent of the total residential units as either Affordable Dwelling Units (ADUs) and/or Unmet Housing Needs units. Based upon

(16) The effect of the rezoning on natural, scenic, archaeological, or historic features of significant importance.

No note-worthy historic or archeological features are located on-site. As noted previously, existing natural resources will be lost or compromised.

F. SPEX – ZONING ORDINANCE CRITERIA FOR APPROVAL

Section 6-1310 of the Loudoun County Zoning Ordinance states "In considering a Special Exception application, the following factors shall be given reasonable consideration. The applicant shall address all the following in its statement of justification or Special Exception plat unless not applicable, in addition to any other standards imposed by this Ordinance":

(A) Whether the proposed Special Exception is consistent with the Comprehensive Plan.

The Special Exception to permit a Floor Area Ratio (FAR) of 1.45 in the PD-OP (Planned Development - Office Park) zoning district is not in conformance with the Comprehensive plan in that it exceeds the 1.0 maximum FAR anticipated by the Regional Office policies of a greater Business Community.

(B) Whether the proposed Special Exception will adequately provide for safety from fire hazards and have effective measures of fire control.

The proposed use will be constructed to comply with all applicable fire safety and building requirements.

(C) Whether the level and impact of any noise emanating from the site, including that generated by the proposed use, negatively impacts the uses in the immediate area.

Noises are not anticipated from the proposed office uses such that adverse impacts to adjoining properties are not anticipated.

(D) Whether the glare or light that may be generated by the proposed use negatively impacts uses in the immediate area.

Proffers applicable to the accompanying application for zoning map amendment include language (Proffer VIII.E.) limiting glare and light trespass. The Proffers further state that lighting will be cut-off and fully shielded, directed inward and downward toward the interior of the Property.

(E) Whether the proposed use is compatible with other existing or proposed uses in the neighborhood, and adjacent parcels.

The proposed office use is consistent with those on adjoining properties. Proximate land uses include the Center for Innovative Technology (CIT) and the Dulles International Airport, both of which will be complimented by the proposed office. Conversely, no properties proximate to the site within Loudoun County have been built to or approved for a Floor Area Ratio (FAR) in excess of 1.0. The application proposes a FAR of 1.45.

(F) Whether sufficient existing or proposed landscaping, screening and buffering on the site and in the neighborhood to adequately screen surrounding uses.

Modifications proposed as part of the accompanying application for zoning map amendment proposed to reduce the setbacks adjacent to Route 28 and the Dulles Toll Road. Given the intensity proposed and nature of these roadways as principal arterials, buffering and screening per the Ordinance standard is both appropriate and necessary. No enhancements to the required landscaping have been proposed to offset the proposed reductions, and as such, Staff cannot conclude that adequate buffering and landscaping has been provided.

(G) Whether the proposed Special Exception will result in the preservation of any topographic or physical, natural, scenic, archaeological, or historic feature of significant importance.

Land Bay A will preserve the floodplain and the corresponding Fifty Foot Management Buffer associated with the Horsepen Run tributary of the Broad Run. No archeological or historic features of significance are located on-site.

(H) Whether the proposed Special Exception will damage existing animal habitat, vegetation, water quality (including groundwater) or air quality.

The proposed special exception will be served by central utilities, including water and sewer. Existing vegetation will be preserve adjacent to the flood plain associated with the Horsepen Run tributary.

(I) Whether the proposed Special Exception at the specified location will contribute to or promote the welfare or convenience of the public.

The 1.45 Floor Area Ratio (FAR) will provide additional office uses in an area proximate to major thoroughfares (i.e. Route 28 and the Dulles Toll Road), the planned Route 28 Metrorail Station, and the Dulles International Airport. As such, the application will contribute to or promote the welfare or convenience of the public.

(J) Whether the traffic expected to be generated by the proposed use will be adequately and safely served by roads, pedestrian connections and other transportation services.

The Special Exception and the accompanying Zoning Map Amendment (ZMAP) propose densities that will result in trip generation that will exacerbate failing Levels of Service (LOS) along Route 606. Adequate mitigation measures to improve LOS have not been proposed.

(K) Whether, in the case of existing structures proposed to be converted to uses requiring a Special Exception, the structures meet all code requirements of Loudoun County.

The proposed site is undeveloped, and as such, this provision is not applicable.

(L) Whether the proposed Special Exception will be served adequately by essential public facilities and services.

All public facilities and utilities have been extended, and this site will be served by public water and sewer.

(M) The effect of the proposed Special Exception on groundwater supply.

This site will be served by all utilities and will include stormwater management facilities. No effect on the groundwater supply can be anticipated.

(N) Whether the proposed use will affect the structural capacity of the soils.

No impacts to the structural capacity of the soils can be anticipated.

(O) Whether the proposed use will negatively impact orderly and safe road development and transportation.

This application, in conjunction with the accompanying Zoning Map Amendment (ZMAP) will create significant impacts on the regional roadway network, exacerbating existing failing Levels of Service (LOS). Proposed mitigation measures will not offset these impacts.

(P) Whether the proposed Special Exception use will provide desirable employment and enlarge the tax base by encouraging economic development activities consistent with the Comprehensive Plan.

The proposed large-scale office uses will provide for additional employment opportunities within Loudoun County .

(Q) Whether the proposed Special Exception considers the needs of agriculture, industry, and businesses in future growth.

The needs of agriculture have not been considered as the property is included as part of a larger rezoning to the PD-TC and PD-OP districts. Office uses are proposed as the predominant land use which will facilitate growth in the business community.

(R) Whether adequate on and off-site infrastructure is available.

Adequate infrastructure (water and sewer) is available and accessible to support the proposed uses.

(S) Any anticipated odors which may be generated by the uses on site, and which may negatively impact adjacent uses.

There are no odors anticipated to be generated by the site.

(T) Whether the proposed Special Exception uses sufficient measures to mitigate the impact of construction traffic on existing neighborhoods and school areas.

Mitigation measures proposed as part of the accompanying application for zoning map amendment are insufficient to offset the impacts of the application on the regional roadway network. The applications, when considered as a collective, violate the Level of Service (LOS) policies noted in the Revised Countywide Transportation Plan (2010 CTP).

VI. ATTACHMENTS	PAGE NUMBER
1. Review Agency Comments	
a. Planning Department, Community Planning	A-1
b. Building and Development, Zoning Administration	A-25
c. Building and Development, Zoning Administration Proffer Review	A-37
d. Building and Development, Plans Review	A-61
e. Building and Development, ERT	A-63
f. Office of Transportation Services (OTS)	A-67
g. Virginia Department of Transportation (VDOT)	A-219
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j. Loudoun Water (formerly LCSA)	A-231
k. Parks, Recreation and Community Services	A-233
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m. Community Information and Outreach	A-241
n. Proffer Matrix Team	A-243
o. Town of Herndon	A-247
p. County of Fairfax	A-269
q. Metropolitan Washington Airports Authority (MWAA)	A-287
2. Disclosure of Real Parties in Interest	A-289
3. Applicant's Statement of Justification	A-317
4. Applicant's Response to Referral Agency Comments	A-339
5. Proffer Statement	A-467
a. Exhibit A: Zoning Ordinance Modifications	A-503
b. Exhibit B: Concept Development Plan	Attached
c. Exhibit C: Right of Way Exhibit	A-505
d. Exhibit D: Design Guidelines	Attached
e. Exhibit E: Sustainable Development Plan	Attached
f. Exhibit F: Transportation Improvements	Attached
6. Environmental Assessment & Preservation Exhibit	Attached
7. Special Exception Plat	Attached

NOTE: Attachments are available electronically, and may be viewed at the Planning Department Front Counter or in the Building & Development File Room.